



WIND RIVER II CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435)658-0195
Facsimile: (435)658-0194
Email: wrrc@mwutah.com

October 4, 2005

Diana Whitney, Petroleum Technician
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Transmittal of Application for Permit to Drill
Three Pines 14-17-16-23 – sesw Sec. 17-T16S-R23E, Grand County
✓ Kelly Canyon 5-8-16-22 – senw Sec. 8-T16S-R22E, Grand County

Dear Ms. Whitney:

Enclosed are two copies each of the APDs for the above-captioned wells. Both wells are located on School Trust Lands in the Rock Spring Unit, which is a state exploratory unit. These wells are earning wells under a farmout agreement between Wind River II Corporation and CDX Rockies, LLC. I have attached a copy of the SITLA letter to CDX approving the Rock Spring Unit, which approves Wind River II Corporation as operator of the unit.

I have not attached evidence of Division of Water Rights' approval of use of water, as we intend to purchase water from rancher Bert Delambert's private land. We have discussed this with Mr. Delambert, but he is very difficult to reach by phone and I have been unable to contact him to get the necessary information. I will make a trip to the field to contact him at his Main Canyon ranch. I will forward this information to you under separate cover as soon as I have it.

I am submitting these APDs together because the wells are virtually the same and I hope that reviewing them at the same time will reduce your workload. We have a rig under contract to drill these wells. It is rigging up on a nearby location for Cochrane Resources and will come to us as soon as it is finished in two to three weeks. If the permits are to be approved at different times, we would appreciate receiving the Three Pines well first. The rig will be moved to the Kelly Canyon well after Three Pines has been drilled.

As always, we appreciate your help. Please note that we have consolidated our Salt Lake City and Roosevelt offices in Park City and have new address and phone numbers. My cell is now 435-901-4217.

Sincerely,

Marc T. Eckels
Vice President

RECEIVED

OCT 04 2005

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐
(highlight changes)

APPLICATION FOR PERMIT TO DRILL				5. MINERAL LEASE NO: ML 47564	6. SURFACE: State
1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>				7. IF INDIAN, ALLOTTEE OR TRIBE NAME: n/a	
B. TYPE OF WELL: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER _____ SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input checked="" type="checkbox"/>				8. UNIT or CA AGREEMENT NAME: Rock Spring Unit (State)	
2. NAME OF OPERATOR: Wind River II Corporation				9. WELL NAME and NUMBER: Kelly Canyon 5-8-16-22	
3. ADDRESS OF OPERATOR: P. O. Box 1540 CITY Park City STATE UT ZIP 84060			PHONE NUMBER: (435) 658-0195		
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 2025' fnl & 2000' fwl Section 8-T16S-R22E AT PROPOSED PRODUCING ZONE: same				10. FIELD AND POOL, OR WILDCAT: Wildcat	
				11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: senw 8 16S 22E	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: Approx. 68 mi. straight line distance from Roosevelt.				12. COUNTY: Grand	13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 2025'		16. NUMBER OF ACRES IN LEASE: 2313		17. NUMBER OF ACRES ASSIGNED TO THIS WELL: ER 40	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) n/a		19. PROPOSED DEPTH: 11,093		20. BOND DESCRIPTION: 2759005338 Collateral Bond (CD) w/Zions Bank	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): GR=7319		22. APPROXIMATE DATE WORK WILL START: 11/26/2005		23. ESTIMATED DURATION: 30 days	

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
12-1/4"	9-5/8" K-55 36#	3,700	Lead: Light Premium 700 sx 1.8 cu ft/sk 12.8#/gal
			Tail: Premium Plus V 250 sx 1.19 cu ft/sk 15.6#/gal
7-7/8"	5-1/2 P-110 17#	10,600	See Drilling Plan

ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

- | | |
|--|--|
| <input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER | <input checked="" type="checkbox"/> COMPLETE DRILLING PLAN |
| <input type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER | <input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER |

NAME (PLEASE PRINT) Marc T. Eckels TITLE Vice President/COO
SIGNATURE *Marc T. Eckels* DATE 10/4/2005

(This space for State use only)

API NUMBER ASSIGNED: 43-019-31458

Approved by the
Utah Division of
Oil, Gas and Mining

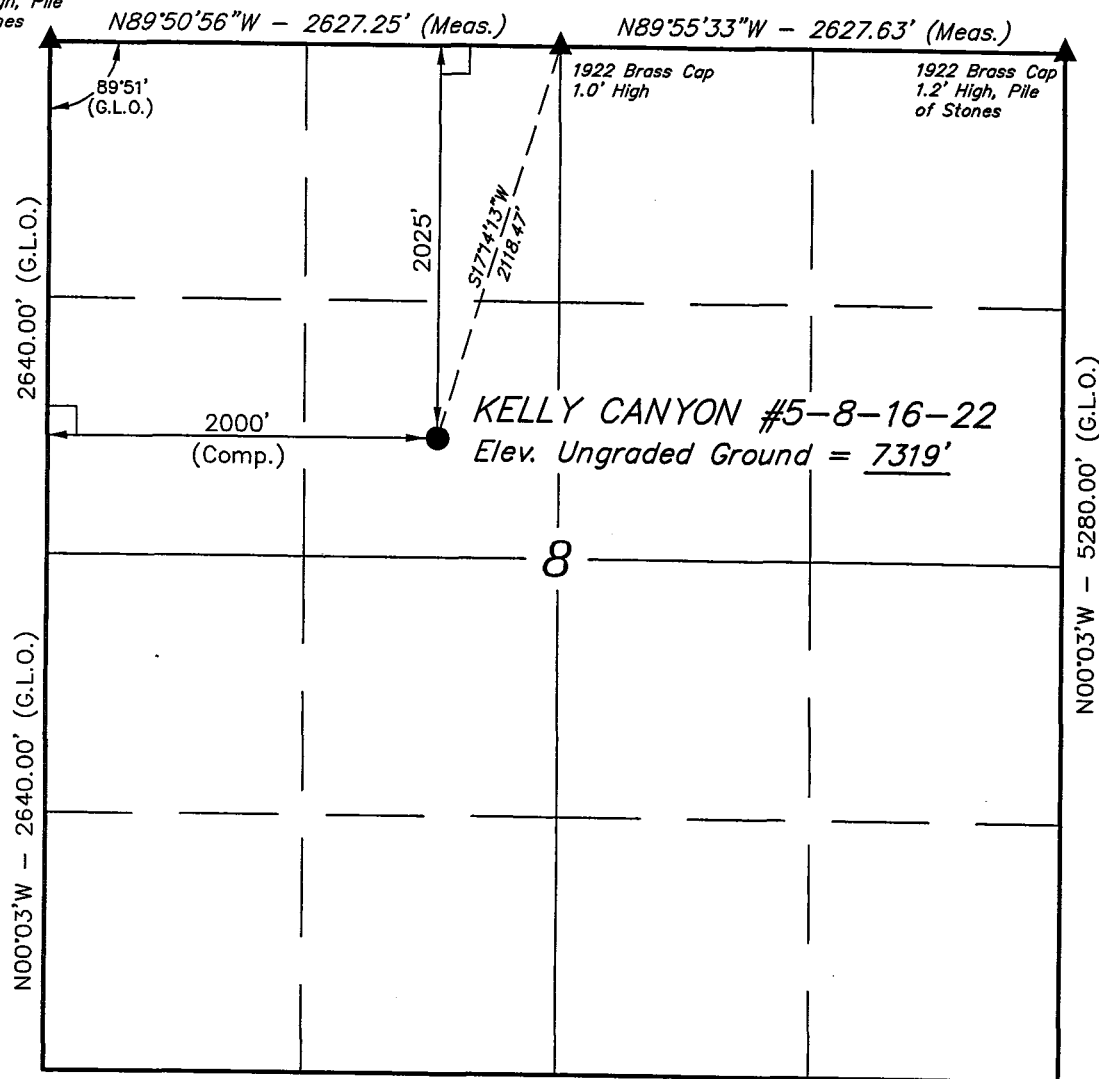
APPROVAL:
Date: 10-31-05
By: *[Signature]*

(See Instructions on Reverse Side)

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OCT 04 2005
DIVISION OF OIL, GAS & MINING

T16S, R22E, S.L.B.&M.

1922 Brass Cap
1.2' High, Pile
of Stones



N89°56'W - 5272.08' (G.L.O.)
(AUTONOMOUS NAD 83)
LATITUDE = 39°25'55.00" (39.431944)
LONGITUDE = 109°31'02.75" (109.517431)
(AUTONOMOUS NAD 27)
LATITUDE = 39°25'55.12" (39.431978)
LONGITUDE = 109°31'00.29" (109.516747)

LEGEND:

└─┘ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

WIND RIVER II CORPORATION

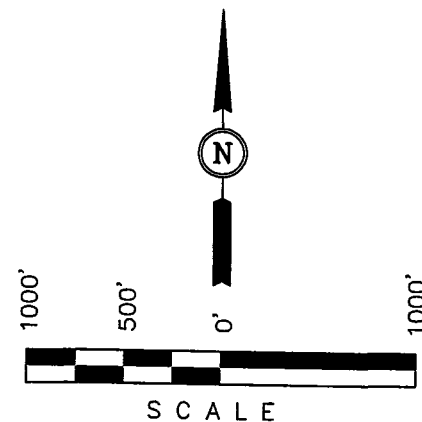
Well location, KELLY CANYON #5-8-16-22,
located as shown in the SE 1/4 NW 1/4 of
Section 8, T16S, R22E, S.L.B.&M. Grand County,
Utah.

BASIS OF ELEVATION

SPOT ELEVATION AT A ROAD INTERSECTION LOCATED IN THE
NW 1/4 OF SECTION 15, T16S, R22E, S.L.B.&M. TAKEN FROM
THE CEDAR CAMP CANYON QUADRANGLE, UTAH, 7.5 MINUTE
QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES
DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID
ELEVATION IS MARKED AS BEING 7446 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY
SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE
BEST OF MY KNOWLEDGE AND BELIEF.

161319
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 08-29-05	DATE DRAWN: 09-06-05
PARTY B.H. B.W. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER WARM	FILE WIND RIVER II CORPORATION	

DRILLING PLAN WIND RIVER II CORP.

KELLY CANYON 5-8-16-22

1. Estimated Formation Tops (Depth from Surface):

Green River @ Surface

Wasatch = 1,975'

Mesaverde = 3,663'

Castlegate Sandstone = 5,557' - Gas

Mancos Shale = 5,784' - Gas

Dakota Silt = 9,273' - Gas

Dakota Sandstone = 9,387' - Gas

Cedar Mountain = 9,488' - Gas

Morrison = 9,624' - Gas

Entrada Sandstone = 10,083' - Gas

Carmel = 10,359'

Wingate = 10,680' - Gas

Chinle = 10,940'

Crystalline Basement = 11,093'

2. Wind River II's Minimum Specification for Pressure Control Equipment and Testing:

- A. 5,000 psi WP Double Gate Blowout Preventer with Annular Preventer (schematic diagram attached)
- B. BOPE will be pressure tested upon installation, whenever a seal subject to test pressure is broken or repairs are made; and at least once every 30 days. Chart recorders shall be used for all pressure tests.

Ram-type preventers and related pressure control equipment will be pressure tested to the rated working pressure of the stack assembly if a test plug is used. If a test plug is not used, the stack assembly will be tested to the rated working pressure of the stack assembly or to 70% of the minimum internal yield pressure of the casing, whichever is less.

Annular-type preventers will be pressure tested to 50% of rated working pressure.

- C. All casing strings will be pressure tested to 0.22 psi/ft or 1,500 psi, whichever is greater, prior to drilling plug after cementing. Test pressure not to exceed 70% of the internal yield pressure for the casing.
- D. Wind River II will comply with all requirements for well control specified in the Utah DOG&M Oil & Gas Conservation General Rules. DOG&M representative will be notified 24 hours prior to all BOPE and casing pressure tests.

3. Auxiliary Equipment:

Kelly Cock – Yes

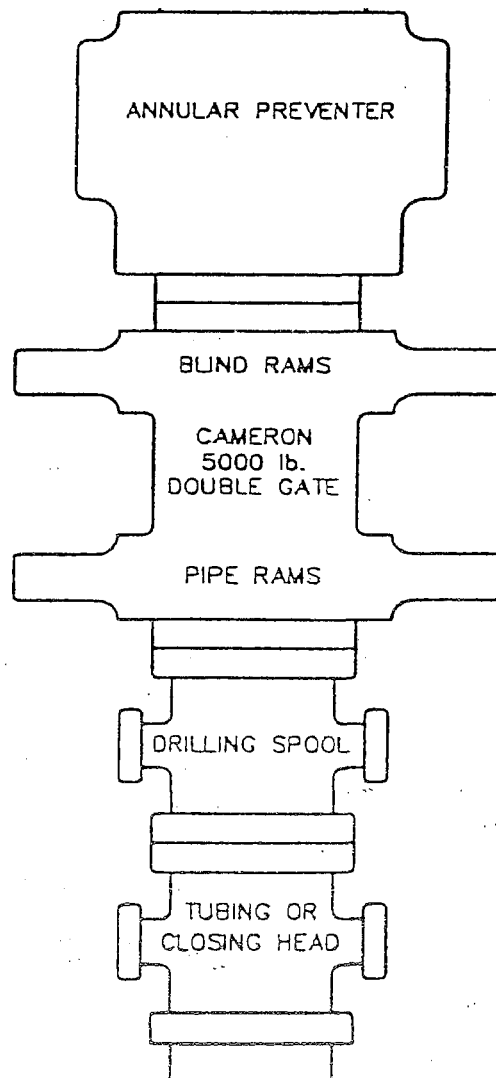
Float Sub at Bit – No

Mud Logger & Instrumentation– Yes

Full-opening Safety Valve on Rig Floor – Yes

Rotating Head – Yes

CLASS III BLOWOUT PREVENTER STACK



4. Casing Program*:

	Setting Depth	Hole Size	Casing O.D.	Grade	Weight/Ft.
Conductor	60'	20"	16"	Contractor	0.250" wall
Surface	3,700'	12-1/4"	9-5/8"	K-55	36.00# (new)
Production	0'-10,600'	7-7/8"	5-1/2"	P-110	17# (new)

*Subject to review on the basis of actual conditions encountered.
Production casing depth will be adjusted based on results.

5. Cement Program*:

Conductor – 0-60'

Ready Mix to surface

Surface Casing – 0 – 3,800'

Lead: 700 sx HLight Premium w/ 1% CaCl & 0.25 lbm/sk Flocele,
25% excess

Tail: 250 sx Premium +V (Class G) w/ 1% CaCl & 0.25lbm/sk
Flocele, 75% excess

Will top with cement down 1" pipe with 50 sx Premium Top Out
Cement.

Cement Characteristics:

Lead

Yield = 1.80 cu ft per sk

Slurry Weight = 12.8 ppg

Compressive Strength = 500 psi (24 hrs
@ 80 degrees F)

Tail

Yield = 1.19 cu ft per sk

Slurry Weight = 15.6 ppg

Compressive Strength = 3,000 psi (24 hrs
@ 80 degrees F)

Production Casing – 0' - 10,600'

Option 1 – Two Stage w/ Multiple Stage Cementer at 8,000':

Stage 1: 430 sx 50:50 Poz Premium AG w/ 3 lbm/sk Silicalite, 2%
Bentonite, 0.75% Halad R-322 (fluid loss), 3% KCl, 0.2% WG-17
(gelling agent) & 0.25 #/sk Flocele (LCM)

25% excess.

Cement Characteristics: Yield = 1.51 cu ft per sk
Slurry Weight = 13.4 ppg
Compressive Strength = 1,125 psi
(24 hrs @ 140 degrees F)
= 1,500 psi
(7 days @ 140 degrees F)

Stage 2 - Lead: 115 sx Hi-Fill

25% excess.

Cement Characteristics: Yield = 3.68 cu ft per sk
Slurry Weight = 11 ppg
Compressive Strength =

Stage 2 – Tail: 435 sx 50/50 Pz Premium AG w/ 3 lbm/sk Silicalite, 2%
Bentonite, 0.75% Halad R-322 (fluid loss), 3% KCl, 0.2% WG-17
(gelling agent) & 0.25 #/sk Flocele (LCM)

25% excess

Cement Characteristics: Yield = 1.51 cu ft per sk
Slurry Weight = 13.4 ppg
Compressive Strength = 1,125 psi
(24 hrs @ 140 degrees F)
= 1,500 psi
(7 days @ 140 degrees F)

Option 2 – Single Stage Foamed

Primary: 820 sx 50:50 Poz Premium AG w/ 5 lbm/sk Silicalite, 0.2%
Diacel LWL (fluid loss), 20% SSA-1 (cement material), 0.1%
Versaset (thixotropic), 1.5% Zonesalant 2000 (foamer) foamed
to 11 ppg

Tail: 90 sx 50:50 Poz Premium AG w/ 5 lbm/sk Silicalite, 0.2% Diacel
LWL, 20% SSA-1, 1.5% Zonesalant 2000, 0.1% Versaset,

No abnormal pressures or hydrogen sulfide are anticipated based on operator's drilling to the same formations at similar depths in the Flat Rock Field area, approximately 14 miles to the northwest. Anticipate mud weight of 9.2 ppg at TD.

SURFACE USE PLAN WIND RIVER II CORPORATION

Kelly Canyon 5-8-16-22

1. Existing Roads:

- A. Topographic Map "A" shows the vicinity of the well, including the intersection (Three Pines Jct.) of the Divide, Winter Ridge, Moon Ridge and Hay Canyon roads. This point is reached from Ouray, Utah, on State Road 88, the Seep Ridge Road and the Divide Road. The distance from Ouray to the Seep Ridge/Divide Road intersection is approximately 55 miles. A right turn (to the southwest) onto the Divide Road will lead to Three Pines Jct. in 9.2 miles. Continue approximately 3.3 miles through the junction on the Moon Ridge Road to the Cedar Camp Road on the right (north). Follow the Cedar Camp Road northwest for 5.3 miles to the start of the lease road.

Topographic Map "B" shows the Cedar Camp Road in detail. The point where the lease road departs the existing Cedar Camp Road is approximately 72.8 miles from Ouray. The proposed lease access road will be 0.8 miles.

- B. The Divide and Winter Ridge roads in the Three Pines area suffered serious damage during heavy use in bad weather last winter. Wind River II, along with several other oil companies have committed to SITLA, on whose land much of the damaged road is located, to participate with SITLA and Grand County in upgrading the roads in this area.

2. Planned Access Road:

Refer to Topographic Map "B".

- A. Length of new road will be approximately 0.8 miles.
- B. The right-of-way width is 50' (25' on either side of the centerline) with a 20-foot wide running surface.

- C. Maximum grade will be less than 2%.
- D. No turn-outs are planned.
- E. The new road will be crowned, ditched and dipped to provide adequate drainage.
- F. No culverts or bridges are anticipated.
- G. Surface material will be shale native to the area or locally obtained limestone or tar sands.
- H. No gates or cattleguards will be needed. Nor will any existing facilities be modified.
- I. The proposed road was flagged when the location was staked.
- J. The authorized officer will be contacted at least 24 hours in advance of commencement of construction of the access road and well pad.

3. Location of Existing Wells:

The nearest well is the State 428-1, a Dakota producer in Cedar Camp field, approximately 0.75 miles to the northeast.

4. Location of Existing and/or proposed Facilities:

There are no existing facilities on the proposed well pad. All proposed facilities will be contained within the proposed location site (see attached "Location Layout").

The choice of a pipeline to gather the gas is dependent on pipeline projects being undertaken by Pioneer Natural Resources and Canyon Gas. The operator will submit information concerning proposed on and off well pad facilities once production has been established by applying for approval of subsequent operations.

5. Location and Type of Water Supply:

- A. Water for drilling will be purchased from Bert Delambert

- B. Water will be transported by truck on the Winter Ridge, Divide, Moon Ridge, Cedar Camp and other existing roads.
- C. No water well will be drilled.

6. Source of Construction Materials:

- A. It is not anticipated that any construction materials will be needed for the drilling phase of this project. Gravel, shale or road base materials needed to upgrade access roads and well pad will be obtained from the planned SITLA limestone pit or the PR Springs tar sand pit and trucked to the location.
- B. The entire well site and all access roads to be upgraded or built are located on lands of the Utah School and Institutional Trust Administration.
- C. All construction materials used in building the well pad and access road will be native material accumulated during construction. In the event that additional materials are needed, they will be obtained from SITLA land or from private sources.

7. Methods for Handling Waste Disposal

- A. Drill cuttings will be buried in the reserve pit.

Sewage waste will be contained in portable chemical toilets serviced by a commercial sanitary service.

Garbage and trash will be contained in trash baskets and hauled to a sanitary landfill.

Salt and chemicals will be kept in proper containers and salvaged for future use or disposed of at an approved facility.

- B. Drilling fluids will be contained in the reserve pit and mud tanks. To the extent possible, drilling fluids and water will be saved for use at future drilling locations. Unusable drilling fluids and water will be disposed of in an approved manner upon the completion of the well.
- C. The reserve pit will be lined with 12 mil plastic nylon reinforced liner installed over sufficient bedding material to cover any exposed rocks.

The pit will be fenced on three sides with 39" net wire, topped with a minimum of one stand of barbed wire. All wire will be stretched prior to attachment to the corner posts. The fourth side will be fenced when drilling activities are completed to allow drying.

8. Ancillary Facilities:

No airstrips will be built. Mobile living quarters and office facilities for supervisors, geologists, mud engineer, mud loggers and air compressor personnel will be confined to the drilling location as shown on the "Location Layout" diagram. The drilling crew will be housed at the Three Canyons Ranch at the bottom of Hay Canyon or in trailers on the drilling location.

9. Well Site Layout:

- A. Refer to attached "Typical Cross Section" diagram for cuts and fills and relation to topography
- B. Refer to "Location Layout" diagram for location of mud tanks, reserve and flare pits, pipe racks, living facilities and top soil stockpiles.
- C. Refer to "Location Layout" diagram for rig orientation, access road and parking area.

10. Plans for Restoration of the Surface:

- A. Producing well location
 - i. Immediately upon well completion the location and surrounding area will be cleared of all unused tubing, equipment, debris, materials, trash and junk not required for production.
 - ii. Immediately upon well completion any hydrocarbons on the reserve pit will be removed and disposed of properly.
 - iii. The reserve pit and that portion of the location not needed for production facilities/operations will be re-contoured to the approximate natural contours. The reserve pit will be reclaimed within 90 days of the date of well completion, or as soon thereafter as is practical. Before any dirt work takes place, the reserve pit must be completely dry and all cans, barrels, pipe,

etc, removed. The liner will be perforated and torn prior to backfilling.

- iv. Access roads will be graded and maintained to prevent erosion and accommodate year-round traffic.
- v. All disturbed areas not needed for operations will be seeded with the mixture required by SITLA.

B. Dry Hole/Abandoned Location

At such time as it is determined that the well is to be plugged and abandoned, the operator will submit a subsequent report of abandonment to the Utah DOG&M. The operator will then consult with DOG&M and SITLA to obtain plugging orders.

11. Surface Ownership:

Access roads and location are owned by SITLA and are within the approved Rock Spring Unit..

12. Additional Information:

A. The operator will inform all persons in the area who are associated with this project that they will be subject to prosecution for knowingly disturbing historic or archaeological sites, or for collecting artifacts. If historic or archaeological materials are uncovered during construction, the operator will immediately stop work that might further disturb such materials, and will inform the SITLA archaeologist of the discovery.

- Whether the materials appear to be eligible for the National Register of Historic Places;
- The mitigation measures the operator will likely have to undertake before the site can be used (assuming in situ preservation is not necessary); and
- A time frame for the AO to complete an expedited review under 36 CFR 900.11 to confirm, through the State Historic Preservation Officer, that the findings of the AO are correct and that mitigation is appropriate.

If the operator wishes at any time to relocate activities to avoid the cost of mitigation and/or the delays associated with this process, the AO will assume responsibility for whatever recordation and stabilization of the exposed materials may be required. Otherwise, the operator will be

responsible for mitigation costs. The AO will provide technical and procedural guidelines for the conduct of mitigation. Upon verification from the AO that required mitigation has been completed, the operator will be allowed to resume construction.

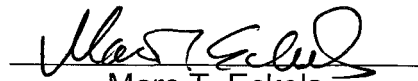
- C. Less than 10,000 pounds of any chemical(s) on EPA's Consolidated List of Chemicals Subject to Reporting Under Title III of the Superfund Amendments and Reauthorization Act (SARA) of 1986, and less than threshold planning quantity (TPQ) of any extremely hazardous substance(s), as defined in 40 CFR, would be used, produced, transported, stored, disposed of, or associated with the proposed operation.

13. Lessee's or Operator's Representative:

Marc T. Eckels, Vice President
Wind River II Corporation
572 Park Avenue, 2nd Floor
P. O. Box 1540
Park City, UT 84098
Office – 435-658-0195
Fax - 435-658-0194
Cell – 435-901-4217
Home – 435-649-9295

I have inspected the proposed drill site and access road; am familiar with the conditions which currently exist; the statements made in this plan are true and correct to the best of my knowledge; and the work associated with the operations proposed here will be performed by Wind River II Corporation and its contractors and subcontractors in conformity with the plan and the terms and conditions under which it is approved.

October 3, 2005
Date


Marc T. Eckels
Vice President

WIND RIVER II CORPORATION

KELLY CANYON #5-8-16-22

LOCATED IN GRAND COUNTY, UTAH

SECTION 8, T16S, R22E, S.L.B.&M.



PHOTO: VIEW FROM CORNER #5 TO LOCATION STAKE

CAMERA ANGLE: NORTHWESTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY



- Since 1964 -

UELS Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

09 01 05
MONTH DAY YEAR

PHOTO

TAKEN BY: B.H.

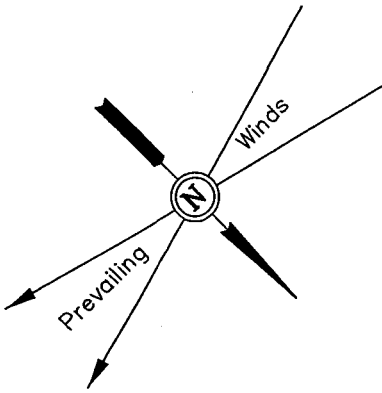
DRAWN BY: B.C.

REVISED: 00-00-00

WIND RIVER II CORPORATION

LOCATION LAYOUT FOR

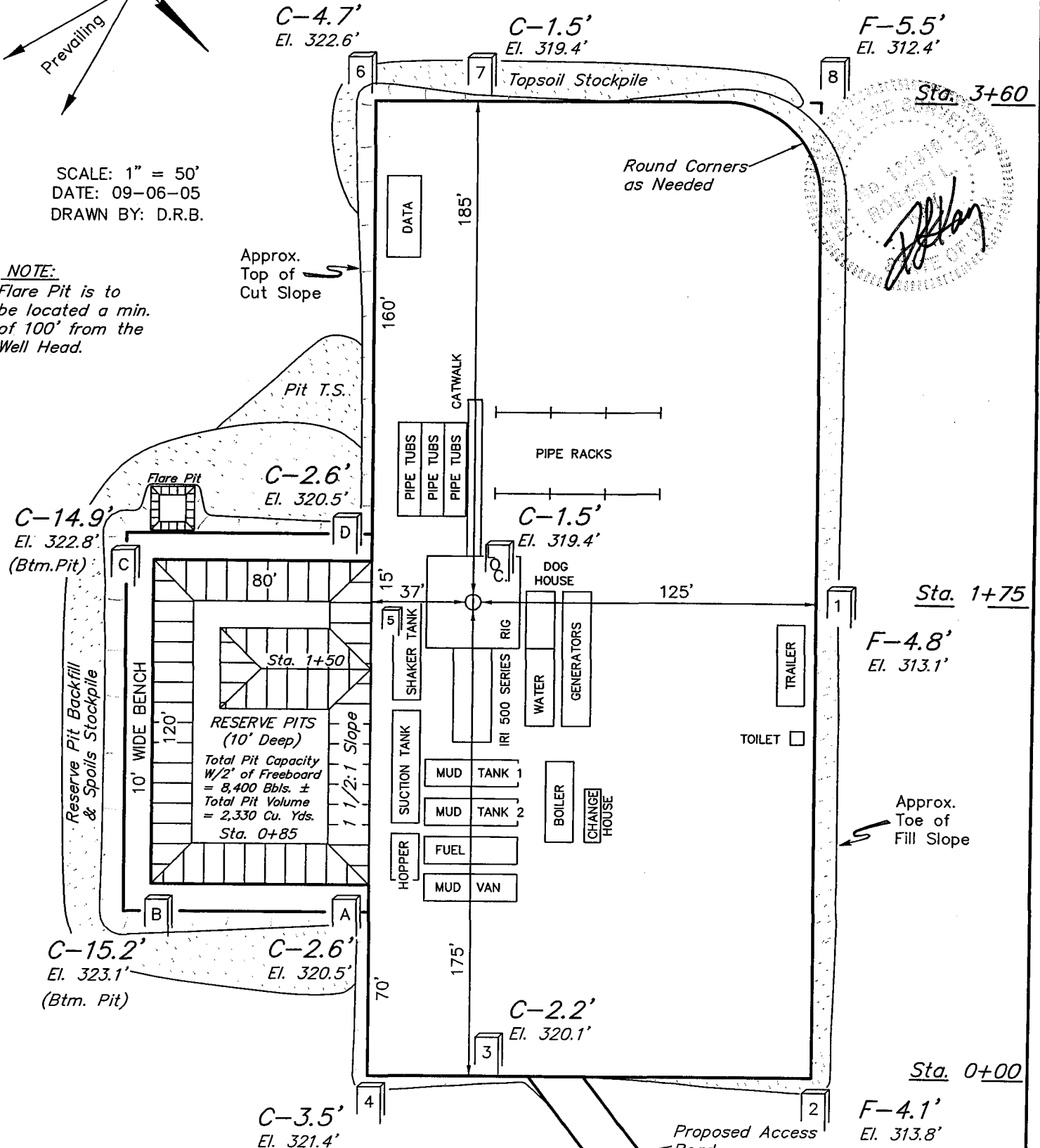
KELLY CANYON #5-8-16-22
SECTION 8, T16S, R22E, S.L.B.&M.
2025' FNL 2000' FWL



SCALE: 1" = 50'
DATE: 09-06-05
DRAWN BY: D.R.B.

NOTE:

Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground at Location Stake = 7319.4'

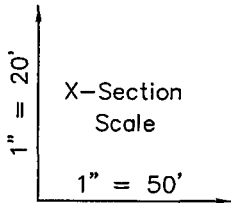
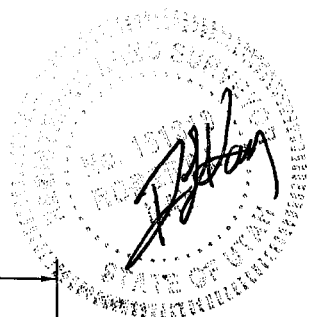
Elev. Graded Ground at Location Stake = 7317.9'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

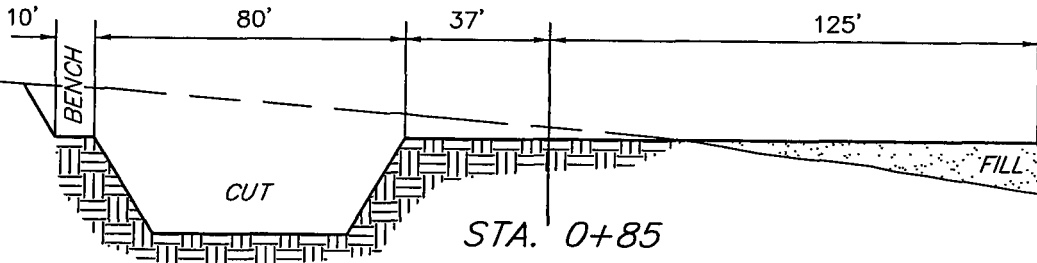
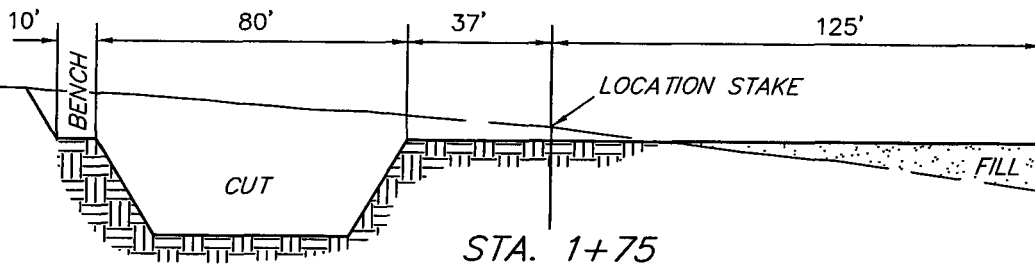
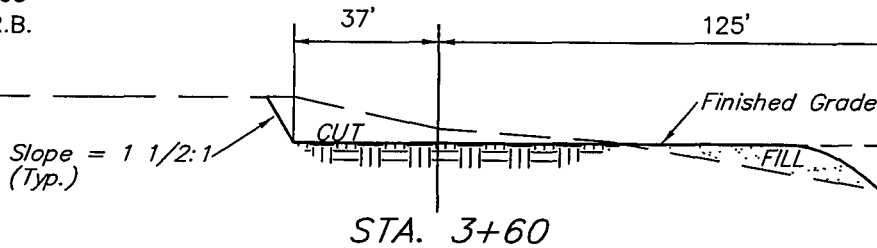
WIND RIVER II CORPORATION

TYPICAL CROSS SECTIONS FOR

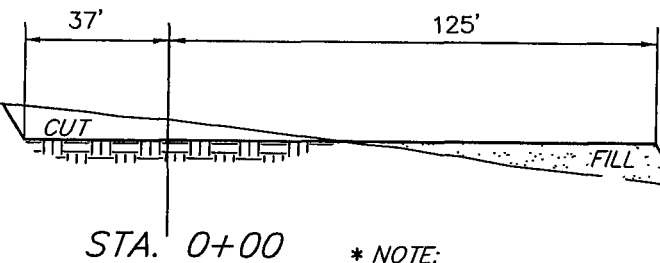
KELLY CANYON #5-8-16-22
SECTION 8, T16S, R22E, S.L.B.&M.
2025' FNL 2000' FWL



DATE: 09-06-05
DRAWN BY: D.R.B.



Preconstruction Grade



NOTE:

Topsoil should not be Stripped Below Finished Grade on Substructure Area.

* NOTE:

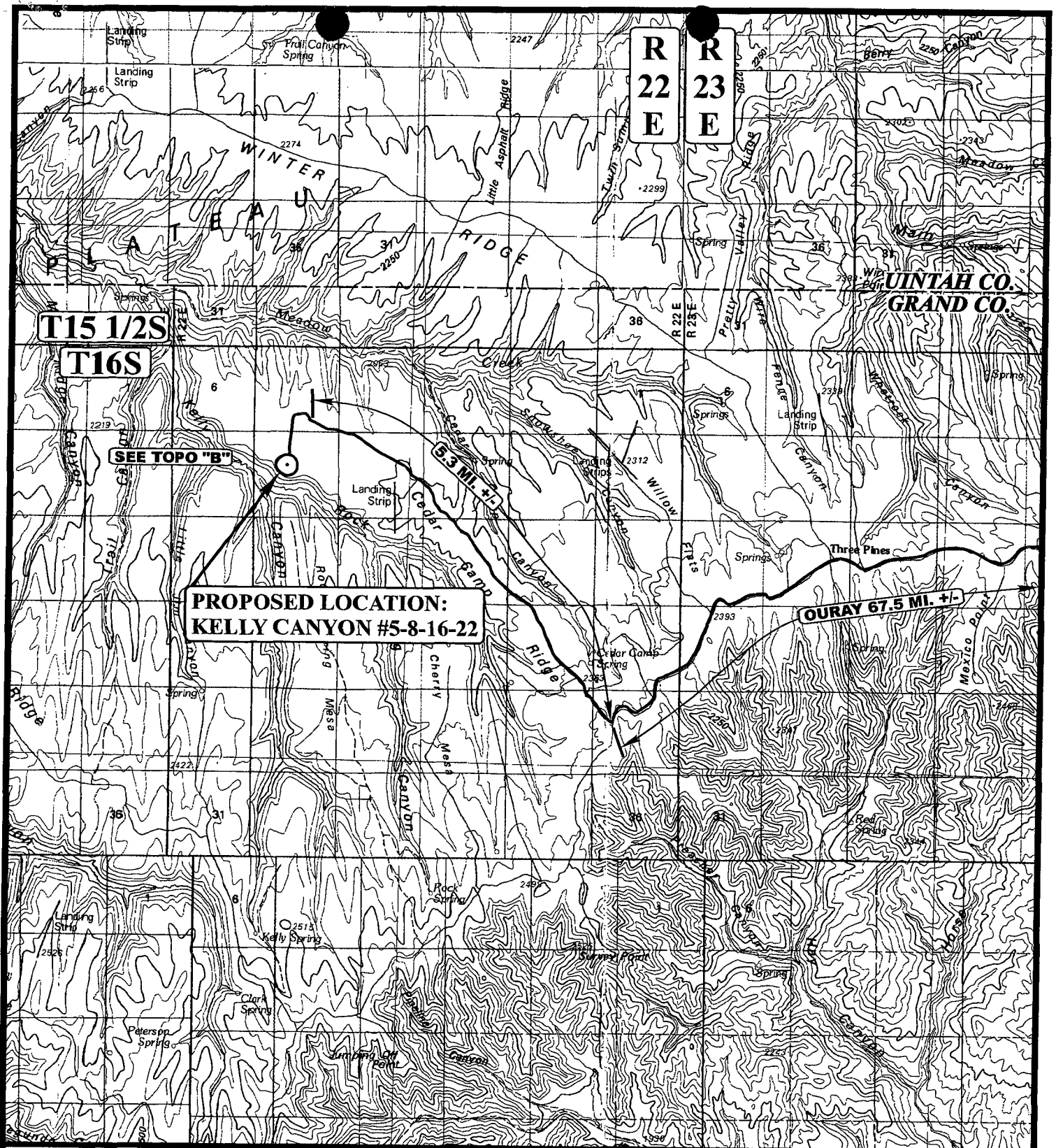
FILL QUANTITY INCLUDES 5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT	
(6") Topsoil Stripping	= 1,550 Cu. Yds.
Remaining Location	= 5,100 Cu. Yds.
TOTAL CUT	= 6,600 CU.YDS.
FILL	= 3,930 CU.YDS.

EXCESS MATERIAL	= 2,670 Cu. Yds.
Topsoil & Pit Backfill (1/2 Pit Vol.)	= 2,670 Cu. Yds.
EXCESS UNBALANCE (After Rehabilitation)	= 0 Cu. Yds.

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



LEGEND:

○ PROPOSED LOCATION



WIND RIVER II CORPORATION

KELLY CANYON #5-8-16-22
SECTION 8, T16S, R22E, S.L.B.&M.
2024 FNL 2000' FWL



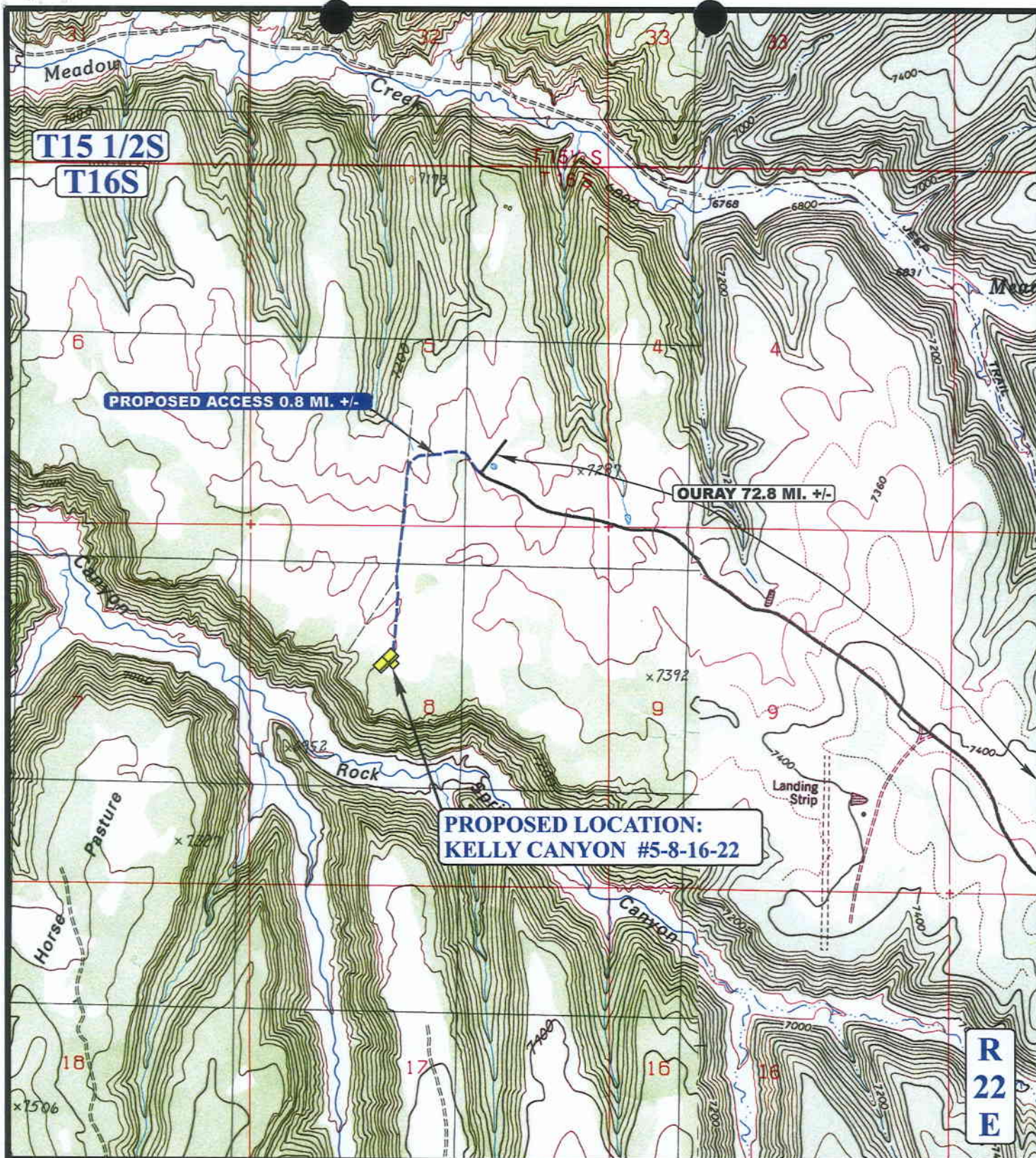
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

09 01 05
MONTH DAY YEAR

SCALE: 1:100,000 **DRAWN BY: B.C.** **REVISED: 00-00-00**





LEGEND:

 EXISTING ROAD
 PROPOSED ACCESS ROAD

WIND RIVER II CORPORATION

KELLY CANYON #5-8-16-22
SECTION 8, T16S, R22E, S.L.B.&M.
2024' FNL 2000' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC
MAP

09 01 05
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: B.C. REVISED: 00-00-00



WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 10/04/2005

API NO. ASSIGNED: 43-019-31458

WELL NAME: KELLY CYN 5-8-16-22

OPERATOR: WIND RIVER II (N2895)

CONTACT: MARC ECKELS

PHONE NUMBER: 435-658-0195

PROPOSED LOCATION:

SENW 08 160S 220E

SURFACE: 2025 FNL 2000 FWL

BOTTOM: 2025 FNL 2000 FWL

GRAND

UNDESIGNATED (2)

LEASE TYPE: 3 - State

LEASE NUMBER: ML 47564

SURFACE OWNER: 3 - State

PROPOSED FORMATION: WINGT

COALBED METHANE WELL? NO

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering	DKD	10/25/05
Geology		
Surface		

LATITUDE: 39.43198

LONGITUDE: -109.5166

RECEIVED AND/OR REVIEWED:

- ☒ Plat
- ☒ Bond: Fed[] Ind[] Sta[] Fee[]
(No. 2759005338)
- ☒ Potash (Y/N)
- ☒ Oil Shale 190-5 (B) or 190-3 or 190-13
- ☐ Water Permit
(No. 49123)
- ☒ RDCC Review (Y/N)
(Date:)
- ☒ Fee Surf Agreement (Y/N)
- ☒ Intent to Commingle (Y/N)

LOCATION AND SITING:

- ☐ R649-2-3.
- Unit Rock Springs
- ☒ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
- ☐ R649-3-3. Exception
- ☐ Drilling Unit
Board Cause No: _____
Eff Date: _____
Siting: _____
- ☐ R649-3-11. Directional Drill

COMMENTS:

Needs Permit (10-19-05)

STIPULATIONS:

- 1- Spacing Slip
- 2- STATEMENT OF BASIS
- 3- Surface Csg Cont Stip

T16S R22E

6

STATE 428-2

STATE 428-1

KELLY CYN
5-8-16-22

7

8

CEDAR CAMP FIELD

STATE 90-1A

STATE 915-1

CHERRY
CYN U ST 16-1

15

17

16

OPERATOR: WIND RIVER II CORP (N2895)

SEC: 8 T. 16S R. 22E

FIELD: UNDESIGNATED (002)

COUNTY: GRAND

SPACING: R649-3-2 / GENERAL SITING

Field Status

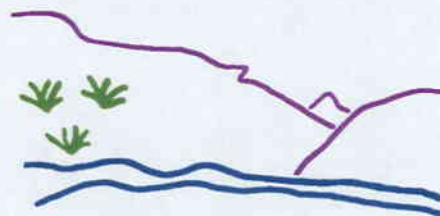
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Wells Status

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING



Utah Oil Gas and Mining



PREPARED BY: DIANA WHITNEY
DATE: 11-OCTOBER-2005

**DIVISION OF OIL, GAS AND MINING
APPLICATION FOR PERMIT TO DRILL
STATEMENT OF BASIS**

OPERATOR: Wind River II Corporation
WELL NAME & NUMBER: Kelly Canyon 5-8-16-22
API NUMBER: 43-019-31458
LOCATION: 1/4,1/4 SE/NW Sec: 8 TWP: 16S RNG: 22 E 2025 FNL 2000' FEL

Geology/Ground Water:

Wind River proposes to set 3,700' of surface casing at this location. The base of the moderately saline water is at approximately 4,800 feet in this area. This location lies on the Green River Formation. The proposed location is in a recharge area for the aquifers of the upper Green River formation and fresh water can be expected to be found in the upper Green River. A search of Division of Water Rights records indicates no water wells within a 10,000 foot radius of the proposed location. The proposed casing and cement program should adequately protect any useable ground water.

Reviewer: Brad Hill **Date:** 10-24-2005

Surface:

At the request of Marc Eccles of Wind River II, a short notice pre-site for this well was completed on 10/19/2005. The site is State surface and State Mineral. Ed Bonner, Jim Davis and Lavonne Garrison of SITLA and Ben Williams of UDWR were invited to attend the pre-site on October 17, 2005. Mr Chris. Wood attended for Mr. Williams of the UDWR. SITLA was not represented. The road to the location and the pad, except for the inking of the pit, were already constructed when the "pre-site" was conducted. Mr. Eccles stated that he had approval from Lavonne Garrison of SITLA to construct the location.

I explained to Mr. Eccles that this is not the process for well development outlined in the Division of Oil and Gas Rules. If the surface owner, through agreement, allows prior development of the surface that is beyond DOGM's control. The risk exists that DOGM may not approve the development or part of it and a permit to drill would not be issued.

His justification and rationale for this action was that he has a six-month contract with a drilling rig currently drilling for Cochran Resources near the junction of the Seep Ridge and Divide Road. This contract will begin when this rig is available in about 10 days. He plans to move the rig to the Three Pines location then to this location.

Chris Wood representing the UDWR stated that the area is classified as critical summer range for elk and high value summer range for deer. He said the critical time for these species was from May 15 to July 5th. He recommended to Mr. Eccles that construction activity, drilling and the use of work-over rigs not occur during that period. Mr. Eccles felt they could complete their operations outside this period. Mr. Wood did not request any restrictions for sage grouse. No other wildlife is expected to be affected.

The location, as constructed, followed the Location Layout as detailed in the application for permit to drill except the top soil for the location was stockpiled along the north west side of the pad. This is a better location for the pile than at the south end of the location as planned. The location poses no obvious problems for drilling and appears to be a good location for drilling a well. The location was sited from previous 3-D seismic project completed for the area.

Reviewer: Floyd Bartlett **Date:** 10/24/05

Conditions of Approval/Application for Permit to Drill:

1. A synthetic liner with a minimum thickness of 12 mils and a felt subliner shall be properly installed and maintained in the reserve pit.

ON-SITE PREDRILL EVALUATION
Division of Oil, Gas and Mining

OPERATOR: Wind River II Corporation

WELL NAME & NUMBER: Kelly Canyon 5-8-16-22

API NUMBER: 43-019-31458

LEASE: ML-47564 **FIELD/UNIT:** Wildcat

LOCATION: 1/4, 1/4 SE/NW Sec: 8 TWP: 16S RNG: 22 E 2025 FNL 2000' FWL

LEGAL WELL SITING: 460 F SEC. LINE; 460 F 1/4, 1/4 LINE; 920 F ANOTHER WELL.

GPS COORD (UTM): 4365556 Y 0627669 X **SURFACE OWNER:** State of Utah (SITLA)

PARTICIPANTS

Floyd Bartlett (DOGM), Marc Eccles (Wind River II), Chris Wood (UDWR), .

REGIONAL/SETTING TOPOGRAPHY

Site is in Grand County, Utah near the south edge of the flat Cedar Camp ridge. A draw, which begins at the west of the location runs south west to the junction of Rock Springs and Kelly Canyon. Kelly Canyon is a major drainage of Meadow Creek. Meadow Creek is a tributary of and joins Willow Creek approximately 8 miles to the northwest of the location. Ouray, UT is approximately 73.6 road miles to the northeast.

Access to the site from Ouray, UT is following the Seep Ridge Road south to the Book Cliffs Divide then west along the divide 12.5 miles to the Cedar Camp Ridge road then northwest along this road 5.3 to the newly constructed 0.8 miles road which ends at the location.

SURFACE USE PLAN

CURRENT SURFACE USE: Cattle grazing, high quality big game hunting and general recreation.

PROPOSED SURFACE DISTURBANCE: Location of 360' x 162' and a reserve pit of 80' x 120' with an additional 10' wide bench. Approximately 0.8 miles of new road has been constructed. A 0.8-mile pipeline will be laid adjacent to the road.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: None

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: All production facilities will be on location and added after drilling well. Pipeline will follow access road.

SOURCE OF CONSTRUCTION MATERIAL: All construction materials have been obtained from the site.

ANCILLARY FACILITIES: None will be required.

WILL DRILLING AT THIS LOCATION GENERATE PUBLIC INTEREST CONCERNS? (EXPLAIN). Sportsmen who hunt big game in the Book Cliffs area as well

as the Utah Division of Wildlife Resources have already expressed concern. They see the renewed and increased oil field related activity in the Book Cliffs area as being an impact on existing high quality big game values. A well is currently being drilled adjacent to the divide road immediately west of the junction of the Seep Ridge Road. Other wells exist along the Divide Road and are scattered through the south Book Cliffs area. Companies in the area are currently discussing with SITLA and the UDWR opportunities to reduce the impacts of increased activity by completing big game habitat mitigation projects on the large block of SITLA lands in this area. No specific comments are expected concerning this well.

WASTE MANAGEMENT PLAN:

Drilled cuttings will be settled into reserve pit. Liquids from pit will be allowed to evaporate. Formation water will be confined to storage tanks. Commercial contractor will handle sewage facilities, storage and disposal. Trash will be contained in trash baskets and hauled to an approved land fill.

ENVIRONMENTAL PARAMETERS

AFFECTED FLOODPLAINS AND/OR WETLANDS: None.

FLORA/FAUNA: Big sage brush, pinion/juniper, slender wheatgrass, needle and thread grass, poa spp., blue gramma, birch leaf mahogany, snowberry. Deer, elk, mountain lion, bear, other small mammals and birds. A raptor survey located no raptors in the area Cattle graze the area in the summer.

SOIL TYPE AND CHARACTERISTICS: Moderately deep medium brown sandy clay loam. Frequent small surface rock. Subsurface becomes a light colored sandy clay with frequent shale rock.

EROSION/SEDIMENTATION/STABILITY: Very little natural erosion. Sedimentation and stability are not a problem and location construction shouldn't cause an increase in stability or erosion problems.

PALEONTOLOGICAL POTENTIAL: None observed.

RESERVE PIT

CHARACTERISTICS: 80' x 120', The reserve pit is all within cut. A 10' wide bench was constructed around the outer edges. Two feet of freeboard is provided.

LINER REQUIREMENTS (Site Ranking Form attached): Level II sensitivity. A 12-mil liner with a felt sub-liner is required for the reserve pit.

SURFACE RESTORATION/RECLAMATION PLAN

As per SITLA requirements.

SURFACE AGREEMENT:

As per SITLA requirements.

CULTURAL RESOURCES/ARCHAEOLOGY: Mr. Eccles stated that the area had been surveyed as part of the survey completed for the a previous 3-D seismic project in the area and the survey would be submitted to SITLA.

OTHER OBSERVATIONS/COMMENTS

The road to the location and the pad were already constructed, except for the inking of the pit, when the pre-site was conducted. Marc Eccles stated that he has approval from Lavonne Garrison of SITLA to construct the location.

I explained to Mr. Eccles that this is not the process for well development outlined in the Division of Oil and Gas Rules. If the surface owner, through agreement, allows him to develop the surface that is beyond DOGM's control. The risk exists that DOGM may not approve the development or part of it and a permit to drill would not be issued. His justification and rationale for this action was that he has a six-month contract with a drilling rig currently drilling for Cochran Resources near the junction of the Seep Ridge and Divide Road. This contract will begin when this rig is available in about 10 days. He plans to move it to Three Pines location then to this location. Chris Wood representing the UDWR stated that the area is classified as critical summer range for elk and high value summer range for deer. He said the critical time was from May 15 to July 5th. He recommended to Mr. Eccles that construction activity, drilling and the use of work-over rigs not occur during that period. Mr. Eccles felt they could complete their operations outside this period. Mr. Wood also stated the area was within the brooding range for sage grouse but did not recommend any restriction. No other wildlife is expected to be affected. This pre-drill investigation was conducted on a sunny day.

ATTACHMENTS

Photos of this site were taken and placed on file.

FLOYD BARTLETT
DOGM REPRESENTATIVE

10/19/2005; 11:20 AM

DATE/TIME

**Evaluation Ranking Criteria and Ranking Score
For Reserve and Onsite Pit Liner Requirements**

<u>Site-Specific Factors</u>	<u>Ranking</u>	<u>Site Ranking</u>
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75	15	
<25 or recharge area	20	<u>0</u>
Distance to Surf. Water (feet)		
>1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	<u>0</u>
< 100	20	
Distance to Nearest Municipal Well (feet)		
>5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	20	<u>0</u>
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	<u>0</u>
Native Soil Type		
Low permeability	0	
Mod. permeability	10	
High permeability	20	<u>10</u>
Fluid Type		
Air/mist	0	
Fresh Water	5	
TDS >5000 and <10000	10	
TDS >10000 or Oil Base Mud Fluid	15	
containing significant levels of hazardous constituents	20	<u>5</u>
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	<u>0</u>
Annual Precipitation (inches)		
<10	0	
10 to 20	5	
>20	10	<u>0</u>
Affected Populations		
<10	0	
10 to 30	6	
30 to 50	8	
>50	10	<u>0</u>
Presence of Nearby Utility Conduits		
Not Present	0	
Unknown	10	
Present	15	<u>0</u>

Final Score 15 (Level II Sensitivity)

Sensitivity Level I = 20 or more: total containment is required.

Sensitivity Level I = 15-19; lining is discretionary.

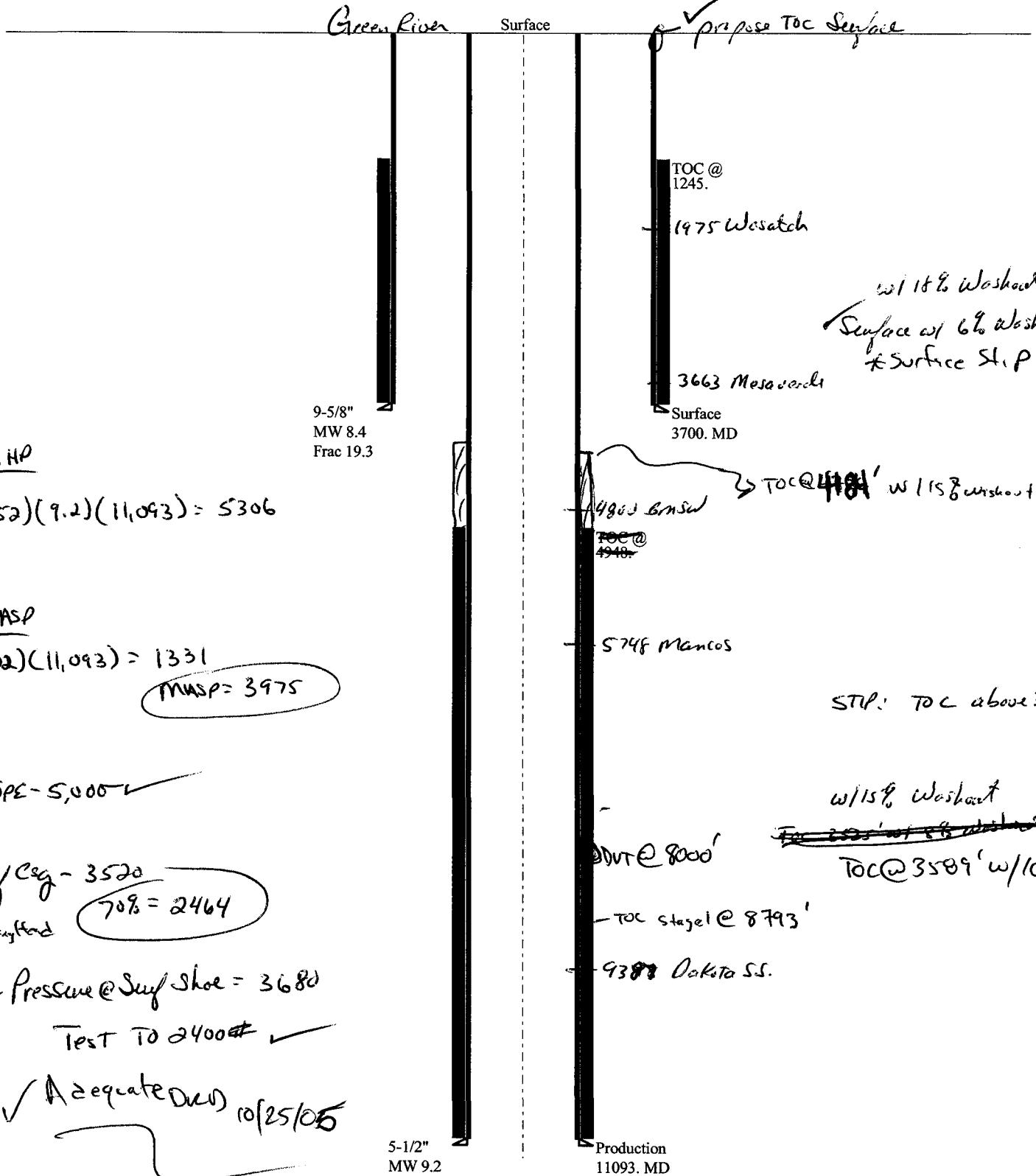
Sensitivity Level II = below 15; no specific lining is required.





10-05 Wind River Kelly Cyn 3-8-16-22

Casing Schematic



Well name:

10-05 Wind River Kelly Cyn 5-8-16-22Operator: **Wind River II Corporation**String type: **Surface**

Project ID:

43-019-31458Location: **Grand County, Utah****Design parameters:****Collapse**Mud weight: 8.400 ppg
Design is based on evacuated pipe.**Minimum design factors:****Collapse:**

Design factor 1.125

Burst:

Design factor 1.00

Environment:H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 117 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 299 ft

Cement top: 1,245 ft

BurstMax anticipated surface
pressure: 461 psi
Internal gradient: 0.436 psi/ft
Calculated BHP 2,075 psi

No backup mud specified.

Tension:8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)Tension is based on air weight.
Neutral point: 3,240 ft

Non-directional string.

Re subsequent strings:Next setting depth: 11,093 ft
Next mud weight: 9.200 ppg
Next setting BHP: 5,302 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 3,700 ft
Injection pressure 3,700 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	3700	9.625	36.00	K-55	ST&C	3700	3700	8.765	263.5
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1614	2020	1.251	2075	3520	1.70	133	423	3.18 J

Prepared Clinton Dworshak
by: Utah Div. of Oil & MiningPhone: (801) 538-5281
FAX: (801)359-3940Date: October 25,2005
Salt Lake City, Utah**ENGINEERING STIPULATIONS -**

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	10-05 Wind River Kelly Cyn 5-8-16-22	
Operator:	Wind River II Corporation	Project ID:
String type:	Production	43-019-31458
Location:	Grand County, Utah	

Design parameters:
Collapse

Mud weight: 9.200 ppg
Design is based on evacuated pipe.

Minimum design factors:
Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 220 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,500 ft

Cement top: 4,948 ft

Burst

Max anticipated surface pressure: 461 psi
Internal gradient: 0.436 psi/ft
Calculated BHP 5,302 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Non-directional string.

Tension is based on air weight.

Neutral point: 9,545 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	11093	5.5	17.00	P-110	LT&C	11093	11093	4.767	382.3
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	5302	7480	1.411	5302	10640	2.01	189	445	2.36 J

Prepared by: Clinton Dworshak
Utah Div. of Oil & Mining

Phone: (801) 538-5281
FAX: (801)359-3940

Date: October 25,2005
Salt Lake City, Utah

ENGINEERING STIPULATIONS -

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 5

DESIGNATION OF AGENT OR OPERATOR

The undersigned is, on record, the holder of oil and gas lease

LEASE NAME: Rock Springs Unit - Grand Cty, UT

LEASE NUMBER: _____

and hereby designates

NAME: Wind River II Corporation

ADDRESS: Claim Jumper Building, 572 Park Avenue (PO Box 1540)

city Park City state Ut zip 84060

as his (check one) agent ☐ / operator ☒, with full authority to act in his behalf in complying with the terms of the lease and regulations applicable thereto and on whom the Division Director or Authorized Agent may serve written or oral instructions in securing compliance with the Oil and Gas Conservation General Rules and Procedural Rules of the Board of Oil, Gas and Mining of the State of Utah with respect to:

(Describe acreage to which this designation is applicable. Identify each oil and gas well by API number and name. Attach additional pages as needed.)

SEE ATTACHED LIST

It is understood that this designation of agent/operator does not relieve the lessee of responsibility for compliance with the terms of the lease and the Oil and Gas Conservation General Rules and Procedural Rules of the Board of Oil, Gas and Mining of the State of Utah. It is also understood that this designation of agent or operator does not constitute an assignment of any interest in the lease.

In case of default on the part of the designated agent/operator, the lessee will make full and prompt compliance with all rules, lease terms or orders of the Board of Oil, Gas and Mining of the State of Utah or its authorized representative.

The lessee agrees to promptly notify the Division Director or Authorized Agent of any change in this designation.

Effective Date of Designation: 06/25/2004

BY: (Name) Tom Dimelow
(Signature) [Signature]
(Title) VP Exploration/New Business
(Phone) (303) 298-8211

OF: (Company) CDX Rockies, LLC
(Address) 1801 Broadway, Suite 1050
city Denver
state CO zip 80202

RECEIVED

OCT 19 2005

DIVISION OF OIL, GAS & MINING

ATTACHMENT "A"
PROPOSED ROCK SPRING UNIT
OIL AND GAS LEASES

Township 16 South, Range 21 East, SLM

SITLA Number

Lands Covered

ML 47562

Section 13: E $\frac{1}{2}$
Section 24: E $\frac{1}{2}$, SE $\frac{1}{4}$ SW $\frac{1}{4}$
Section 25: All

Township 16 South, Range 22 East, SLM

SITLA Number

Lands Covered

ML 47563

Section 2: Lots 1-4, S $\frac{1}{2}$ N $\frac{1}{2}$, S $\frac{1}{2}$
Section 3: Lots 1-4, S $\frac{1}{2}$ N $\frac{1}{2}$, S $\frac{1}{2}$
Section 4: Lots 1-4, S $\frac{1}{2}$ N $\frac{1}{2}$, S $\frac{1}{2}$

ML 47564

Section 5: Lots 1-4, S $\frac{1}{2}$ N $\frac{1}{2}$
Section 6: All
Section 7: All
Section 8: All

ML 47565

Section 10: All
Section 11: All
Section 13: All
Section 14: All

ML 47566

Section 15: All
Section 16: All
Section 17: All
Section 18: Lots 1-4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$

ML 47567

Section 19: Lots 1-4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$
Section 20: All

ML 47568

Section 21: All
Section 22: All
Section 27: All
Section 28: All

ML 47569

Section 29: All

Section 30: Lots 1-4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$

Section 32: All

ML 47570

Section 23: N $\frac{1}{2}$, W $\frac{1}{2}$ SE $\frac{1}{4}$, NE $\frac{1}{4}$ SE $\frac{1}{4}$,
SW $\frac{1}{4}$

Section 24: All

Section 25: All

Section 26: NW $\frac{1}{4}$ NE $\frac{1}{4}$, S $\frac{1}{2}$ NE $\frac{1}{4}$, S $\frac{1}{2}$,
NW $\frac{1}{4}$

ML 47571

Section 33: All

Section 34: All

Section 35: All

Township 16 South, Range 23 East, SLMSITLA NumberLands Covered

ML 47572

Section 16: All

Section 17: All

Section 20: NW $\frac{1}{4}$, NW $\frac{1}{4}$ SW $\frac{1}{4}$, E $\frac{1}{2}$ Section 21: NW $\frac{1}{4}$

ML 47573

Section 18: Lots 1-4, E $\frac{1}{2}$ W $\frac{1}{2}$, E $\frac{1}{2}$ Section 19: Lots 1-4, E $\frac{1}{2}$ W $\frac{1}{2}$, NE $\frac{1}{4}$,
N $\frac{1}{2}$ SE $\frac{1}{4}$ Section 30: Lot 1, NE $\frac{1}{4}$ NW $\frac{1}{4}$

Section 32: All

From: Ed Bonner
To: Whitney, Diana
Date: 10/28/2005 12:19:23 PM
Subject: Well Clearance

The following wells have been given cultural resource clearance by the Trust Lands Cultural Resources Group:

Wind River II Corporation
Kelly Canyon 5-8-16-22
Three Pines 14-17-16-23

If you have any questions regarding this matter please give me a call.

CC: Garrison, LaVonne; Hill, Brad; Hunt, Gil



State of Utah

**Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

October 31, 2005

Wind River II Corporation
P O Box 1540
Park City, UT 84060

Re: Kelly Canyon 5-8-16-22 Well, 2025' FNL, 2000' FWL, SE NW, Sec. 8,
T. 16 South, R. 22 East, Grand County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-019-31458.

Sincerely,

A handwritten signature in black ink, appearing to read "Gil Hunt".

Gil Hunt
Associate Director

pab
Enclosures

cc: Grand County Assessor
SITLA
Bureau of Land Management, Moab District Office

Operator: Wind River II Corporation
Well Name & Number Kelly Canyon 5-8-16-22
API Number: 43-019-31458
Lease: ML 47564

Location: SE NW Sec. 8 T. 16 South R. 22 East

Conditions of Approval

1. **General**

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for Permit to Drill.

2. **Notification Requirements**

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- 24 hours prior to cementing or testing casing
- 24 hours prior to testing blowout prevention equipment
- 24 hours prior to spudding the well
- within 24 hours of any emergency changes made to the approved drilling program
- prior to commencing operations to plug and abandon the well

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at (801) 538-5338
- Carol Daniels at (801) 538-5284 (spud)

3. **Reporting Requirements**

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.

5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

6. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.
7. Surface casing shall be cemented to the surface.

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: WIND RIVER II CORPORATION

Well Name: KELLY CYN 5-8-16-22

Api No: 43-019-31458 Lease Type: STATE

Section 08 Township 16S Range 22E County GRAND

Drilling Contractor PETE MARTIN'S RIG # AIR

SPUDDED:

Date 12/05/05

Time 9:00 AM

How DRY

Drilling will Commence: _____

Reported by DEMPSEY DAY

Telephone # 1-435-724-1910

Date 12/06/2005 Signed CHD

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Wind River II Corporation Operator Account Number: N 2895
Address: 572 Park Ave., 2nd Fl. (P.O. Box 1540)
city Park City
state UT zip 84060 Phone Number: (435) 658-0195

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301931458	Kelly Canyon 5-8-16-22		SE	NW	8	16S	22E Grand
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	15/05	12/5/2005			12/15/05	
Comments: Spudded at 8 p.m. Monday, 12/5/2005 w/ bucket rig. Set 40' of 14" conductor pipe. Operations suspended until EXP Rig #12 finishes Three Pines 14-17-16-23. <div style="text-align: right;">- K</div>							

WINGT

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
Comments:							

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ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

Marc T. Eckels

Name (Please Print)

Marc T. Eckels

Signature

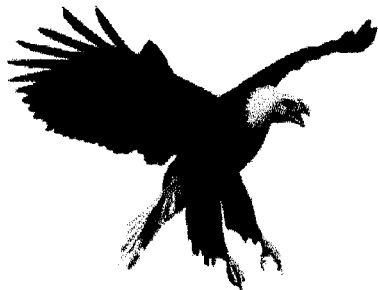
Vice President

Title

DIV OF OIL, GAS & MINING

12/7/2005

Date



WIND RIVER II CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435)658-0195
Facsimile: (435)658-0194
Email: wrrc@mwutah.com

December 12, 2005

Dustin Doucet, Petroleum Engineer
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Transmittal of Sundry Notices
Three Pines 14-17-16-23 – sesw Sec. 17-T16S-R23E, Grand County
Kelly Canyon 5-8-16-22 – senw Sec. 8-T16S-R22E, Grand County


Dear Mr. Doucet:

Enclosed are two copies of each Sundry Notice for the above-captioned wells, as follows:

Three Pines 14-17-16-23	Sundry Notice for well spud Sundry Notice for drilling report through 12/12/2005
Kelly Canyon 5-8-16-22	Sundry Notice for well spud Sundry Notice changing to directional well path

We will move onto the Kelly Canyon well as soon as we have finished drilling the Three Pines well. Please call me if you have any questions or need additional information.

Sincerely,


Marc T. Eckels
Vice President

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DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL

OIL WELL ☐

GAS WELL ☒

OTHER _____

2. NAME OF OPERATOR:

Wind River II Corporation

3. ADDRESS OF OPERATOR:

P.O. Box 1540

CITY Park City

STATE UT

ZIP 84060

PHONE NUMBER:

(435) 658-0195

5. LEASE DESIGNATION AND SERIAL NUMBER:

ML 47564

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:

Rock Spring Unit

8. WELL NAME and NUMBER:

Kelly Canyon 5-8-16-22

9. API NUMBER:

4301931458

10. FIELD AND POOL, OR WILDCAT:

Wildcat

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FWL

COUNTY: Grand

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 8 16S 22E S

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☐ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

☒ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☐ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☒ OTHER: Well Spud

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Well was spudded on 12/5/2005 with setting of 40' of 14" conductor pipe by a bucket rig. Drilling rig will be moved to this location upon completion of drilling on operator's Three Pines 14-17-16-23.

NAME (PLEASE PRINT) Marc T. Eckels

TITLE Vice President

SIGNATURE

DATE

12-9-05

(This space for State use only)

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DIV. OF OIL, GAS & MINING

~~1-DW~~

~~2-DW~~

From Vertical Well to Directional Well
New BHL:

1884 FWL, 916 FWL
Sec 8 16S 22E

~~3-KAS~~
~~(Dean)~~

4-PL

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
2. NAME OF OPERATOR: Wind River II Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: P.O. Box 1540 CITY Park City STATE UT ZIP 84060		7. UNIT or CA AGREEMENT NAME: Rock Spring Unit
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 8 16S 22E S		8. WELL NAME and NUMBER: Kelly Canyon 5-8-16-22
PHONE NUMBER: (435) 658-0195		9. API NUMBER: 4301931458
COUNTY: Grand		10. FIELD AND POOL, OR WILDCAT: Wildcat
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 1/1/2006	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input checked="" type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Drill directional well
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Upon further interpretation of the Rock Spring 3D seismic survey it has been determined that this well should be drilled directionally to penetrate multiple gas targets. The attached Directional Drilling Plan is for a vertical hole to the 9-5/8" surface casing point at 3,700'. The well will be kicked off immediately below the surface casing shoe and angle will be built until 9.15 degrees is reached. This angle will be held to TD at 10,803' MD / 10,717' TVD. The azimuth for the directional portion of the hole will be 277.4 degrees. The bottom hole location will be displaced 130.46' north and 1,004' west from the surface location, well inside the lease and section line.

BH

627339X

4365594Y

39.432368

-109.520461

COPY SENT TO OPERATOR
Date: 1-10-06
Initials: CHD

NAME (PLEASE PRINT) Marc T. Eckels	TITLE Vice President
SIGNATURE <i>Marc T. Eckels</i>	DATE 12/12/2005

(This space for State use only)

APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING
DATE: 12/15/05
BY: *[Signature]*
(See Instructions on Reverse Side)

(5/2000)

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DIV. OF OIL, GAS & MINING

**WIND RIVER II CORP.
KELLY CANYON 5-8-16-22
GRAND COUNTY, UTAH**



SECTION DETAILS

Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	277.40	0.00	0.00	0.00	0.00	0.00	0.00	
2	3700.00	0.00	277.40	3700.00	0.00	0.00	0.00	0.00	0.00	KOP
3	4157.26	9.15	277.40	4155.32	4.69	-36.11	2.00	277.40	36.42	END BUILD
4	10300.02	9.15	277.40	10220.00	130.46	-1004.29	0.00	0.00	1012.73	TARGET
5	10803.42	9.15	277.40	10717.00	140.77	-1083.63	0.00	0.00	1092.74	TD

SITE DETAILS

KELLY CANYON

Site Centre Northing: 406366.54
Easting: 2560136.29

Ground Level: 7319.00
Positional Uncertainty: 0.00
Convergence: 1.27

FIELD DETAILS

GRAND COUNTY, UTAH

Geodetic System: US State Plane Coordinate System 1927
Ellipsoid: NAD27 (Clarke 1866)
Zone: Utah, Central Zone
Magnetic Model: bggm2005

System Datum: Mean Sea Level
Local North: Grid North

WELL DETAILS

Name	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude	Slot
#5-8-16-22	0.00	0.00	406366.54	2560136.29	39°25'55.120N	109°31'00.289W	N/A

TARGET DETAILS

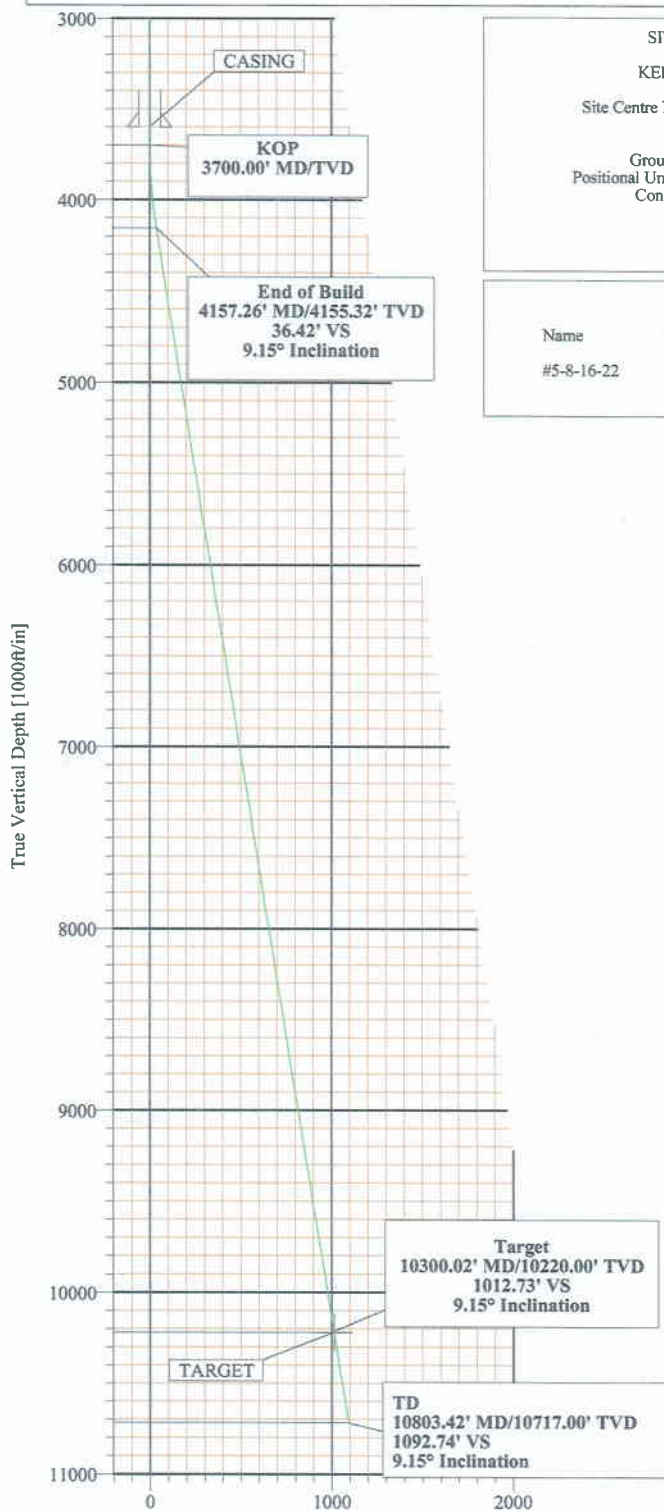
Name	TVD	+N/-S	+E/-W	Shape
TARGET	10220.00	130.46	-1004.29	Circle (Radius: 100)

CASING DETAILS

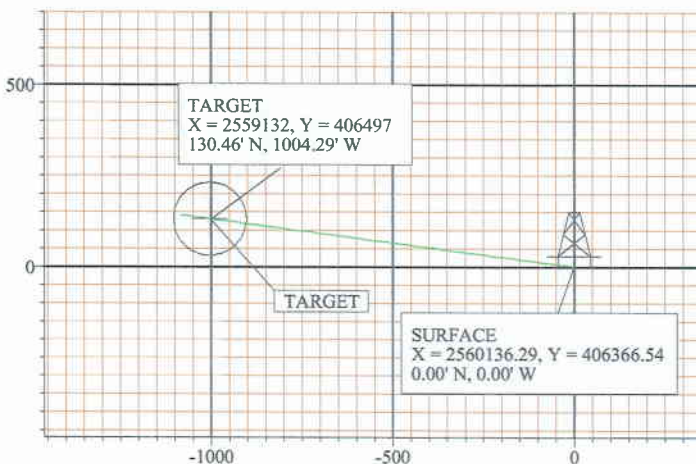
No.	TVD	MD	Name
1	3600.00	3600.00	CASING

FORMATION TOP DETAILS

No.	TVDPath	MDPath	Formation
1	5620.00	5640.80	CASTLEGATE
2	5878.00	5902.12	MANCOS
3	7362.00	7405.22	MANCOS MID SHOW
4	8923.00	8986.32	MANCOS MARKER
5	9170.00	9236.50	KMC SHOW (FROM NHC)
6	9424.00	9493.77	DAKOTA SILT
7	9518.00	9588.98	DAKOTA
8	9645.00	9717.62	CEDARMNTN
9	9784.00	9858.41	MORRISON
10	10220.00	10300.02	ENTRADA-CMT
11	10266.00	10346.61	ENTRADA-UPPER
12	10389.00	10471.20	ENTRADA MID
13	10526.00	10609.96	CARMEL/NAVAJO REMNANT
14	10649.00	10734.54	BASE NAVAJO REMNANT



South(-)/North(+) [500ft/in]



Vertical Section at 277.40° [1000ft/in]

Created By: Scott Wallace 12/09/05

West(-)/East(+) [500ft/in]

Weatherford International

Planning Report

Company: WIND RIVER II CORPORATION
Field: GRAND COUNTY, UTAH
Site: KELLY CANYON
Well: #5-8-16-22
Wellpath: 1

Date: 12/9/2005 **Time:** 12:41:13 **Page:** 1
Co-ordinate(NE) Reference: Well: #5-8-16-22, Grid North
Vertical (TVD) Reference: SITE 7345.0
Section (VS) Reference: Well (0.00N,0.00E,277.40Azi)
Survey Calculation Method: Minimum Curvature **Db:** Sybase

Plan: Plan #1

Date Composed: 12/8/2005
Version: 1
Tied-to: From Surface

Principal: Yes

Field: GRAND COUNTY, UTAH

Map System: US State Plane Coordinate System 1927
Geo Datum: NAD27 (Clarke 1866)
Sys Datum: Mean Sea Level

Map Zone: Utah, Central Zone
Coordinate System: Well Centre
Geomagnetic Model: bggm2005

Site: KELLY CANYON

Site Position: **Northing:** 406366.54 ft **Latitude:** 39 25 55.120 N
From: Map **Easting:** 2560136.29 ft **Longitude:** 109 31 0.289 W
Position Uncertainty: 0.00 ft **North Reference:** Grid
Ground Level: 7319.00 ft **Grid Convergence:** 1.27 deg

Well: #5-8-16-22

Slot Name:

Well Position: +N/-S 0.00 ft **Northing:** 406366.54 ft **Latitude:** 39 25 55.120 N
 +E/-W 0.00 ft **Easting:** 2560136.29 ft **Longitude:** 109 31 0.289 W
Position Uncertainty: 0.00 ft

Wellpath: 1

Current Datum: SITE **Height** 7345.00 ft **Drilled From:** Surface
Magnetic Data: 12/8/2005 **Tie-on Depth:** 0.00 ft
Field Strength: 52612 nT **Above System Datum:** Mean Sea Level
Vertical Section: **Depth From (TVD)** +N/-S **Declination:** 11.71 deg
 ft ft **Mag Dip Angle:** 65.56 deg
 0.00 0.00 0.00 **+E/-W** **Direction**
 deg

Plan: Plan #1

Date Composed: 12/8/2005
Version: 1
Tied-to: From Surface

Principal: Yes

Plan Section Information

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	TFO deg	Target
0.00	0.00	277.40	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
3700.00	0.00	277.40	3700.00	0.00	0.00	0.00	0.00	0.00	0.00	
4157.26	9.15	277.40	4155.32	4.69	-36.11	2.00	2.00	0.00	277.40	
10300.02	9.15	277.40	10220.00	130.46	-1004.29	0.00	0.00	0.00	0.00	TARGET
10803.42	9.15	277.40	10717.00	140.77	-1083.63	0.00	0.00	0.00	0.00	

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	MapN ft	MapE ft	Comment
3700.00	0.00	277.40	3700.00	0.00	0.00	406366.54	2560136.29	
3800.00	2.00	277.40	3799.98	0.22	-1.73	406366.76	2560134.56	
3900.00	4.00	277.40	3899.84	0.90	-6.92	406367.44	2560129.37	
4000.00	6.00	277.40	3999.45	2.02	-15.56	406368.56	2560120.73	
4100.00	8.00	277.40	4098.70	3.59	-27.65	406370.13	2560108.64	
4157.26	9.15	277.40	4155.32	4.69	-36.11	406371.23	2560100.18	
4200.00	9.15	277.40	4197.52	5.57	-42.85	406372.11	2560093.44	
4300.00	9.15	277.40	4296.25	7.61	-58.61	406374.15	2560077.68	
4400.00	9.15	277.40	4394.98	9.66	-74.37	406376.20	2560061.92	
4500.00	9.15	277.40	4493.70	11.71	-90.13	406378.25	2560046.16	
4600.00	9.15	277.40	4592.43	13.76	-105.89	406380.30	2560030.40	
4700.00	9.15	277.40	4691.16	15.80	-121.65	406382.34	2560014.64	
4800.00	9.15	277.40	4789.89	17.85	-137.42	406384.39	2559998.87	

Weatherford International

Planning Report

Company: WIND RIVER II CORPORATION
Field: GRAND COUNTY, UTAH
Site: KELLY CANYON
Well: #5-8-16-22
Wellpath: 1

Date: 12/9/2005 **Time:** 12:41:13 **Page:** 2
Co-ordinate(NE) Reference: Well: #5-8-16-22, Grid North
Vertical (TVD) Reference: SITE 7345.0
Section (VS) Reference: Well (0.00N,0.00E,277.40Azi)
Survey Calculation Method: Minimum Curvature **Db:** Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	MapN ft	MapE ft	Comment
4900.00	9.15	277.40	4888.62	19.90	-153.18	406386.44	2559983.11	
5000.00	9.15	277.40	4987.35	21.95	-168.94	406388.49	2559967.35	
5100.00	9.15	277.40	5086.08	23.99	-184.70	406390.53	2559951.59	
5200.00	9.15	277.40	5184.81	26.04	-200.46	406392.58	2559935.83	
5300.00	9.15	277.40	5283.54	28.09	-216.22	406394.63	2559920.07	
5400.00	9.15	277.40	5382.26	30.14	-231.98	406396.68	2559904.31	
5500.00	9.15	277.40	5480.99	32.18	-247.74	406398.72	2559888.55	
5600.00	9.15	277.40	5579.72	34.23	-263.51	406400.77	2559872.78	
5640.80	9.15	277.40	5620.00	35.07	-269.94	406401.61	2559866.35	CASTLEGATE
5700.00	9.15	277.40	5678.45	36.28	-279.27	406402.82	2559857.02	
5800.00	9.15	277.40	5777.18	38.33	-295.03	406404.87	2559841.26	
5900.00	9.15	277.40	5875.91	40.37	-310.79	406406.91	2559825.50	
5902.12	9.15	277.40	5878.00	40.42	-311.12	406406.96	2559825.17	MANCOS
6000.00	9.15	277.40	5974.64	42.42	-326.55	406408.96	2559809.74	
6100.00	9.15	277.40	6073.37	44.47	-342.31	406411.01	2559793.98	
6200.00	9.15	277.40	6172.10	46.51	-358.07	406413.05	2559778.22	
6300.00	9.15	277.40	6270.82	48.56	-373.84	406415.10	2559762.45	
6400.00	9.15	277.40	6369.55	50.61	-389.60	406417.15	2559746.69	
6500.00	9.15	277.40	6468.28	52.66	-405.36	406419.20	2559730.93	
6600.00	9.15	277.40	6567.01	54.70	-421.12	406421.24	2559715.17	
6700.00	9.15	277.40	6665.74	56.75	-436.88	406423.29	2559699.41	
6800.00	9.15	277.40	6764.47	58.80	-452.64	406425.34	2559683.65	
6900.00	9.15	277.40	6863.20	60.85	-468.40	406427.39	2559667.89	
7000.00	9.15	277.40	6961.93	62.89	-484.16	406429.43	2559652.13	
7100.00	9.15	277.40	7060.65	64.94	-499.93	406431.48	2559636.36	
7200.00	9.15	277.40	7159.38	66.99	-515.69	406433.53	2559620.60	
7300.00	9.15	277.40	7258.11	69.04	-531.45	406435.58	2559604.84	
7400.00	9.15	277.40	7356.84	71.08	-547.21	406437.62	2559589.08	
7405.22	9.15	277.40	7362.00	71.19	-548.03	406437.73	2559588.26	MANCOS MID SHOW
7500.00	9.15	277.40	7455.57	73.13	-562.97	406439.67	2559573.32	
7600.00	9.15	277.40	7554.30	75.18	-578.73	406441.72	2559557.56	
7700.00	9.15	277.40	7653.03	77.23	-594.49	406443.77	2559541.80	
7800.00	9.15	277.40	7751.76	79.27	-610.25	406445.81	2559526.04	
7900.00	9.15	277.40	7850.49	81.32	-626.02	406447.86	2559510.27	
8000.00	9.15	277.40	7949.21	83.37	-641.78	406449.91	2559494.51	
8100.00	9.15	277.40	8047.94	85.42	-657.54	406451.96	2559478.75	
8200.00	9.15	277.40	8146.67	87.46	-673.30	406454.00	2559462.99	
8300.00	9.15	277.40	8245.40	89.51	-689.06	406456.05	2559447.23	
8400.00	9.15	277.40	8344.13	91.56	-704.82	406458.10	2559431.47	
8500.00	9.15	277.40	8442.86	93.61	-720.58	406460.15	2559415.71	
8600.00	9.15	277.40	8541.59	95.65	-736.34	406462.19	2559399.95	
8700.00	9.15	277.40	8640.32	97.70	-752.11	406464.24	2559384.18	
8800.00	9.15	277.40	8739.05	99.75	-767.87	406466.29	2559368.42	
8900.00	9.15	277.40	8837.77	101.80	-783.63	406468.34	2559352.66	
8986.32	9.15	277.40	8923.00	103.56	-797.23	406470.10	2559339.06	MANCOS MARKER
9000.00	9.15	277.40	8936.50	103.84	-799.39	406470.38	2559336.90	
9100.00	9.15	277.40	9035.23	105.89	-815.15	406472.43	2559321.14	
9200.00	9.15	277.40	9133.96	107.94	-830.91	406474.48	2559305.38	
9236.50	9.15	277.40	9170.00	108.69	-836.67	406475.23	2559299.62	KMC SHOW (FROM NHC)
9300.00	9.15	277.40	9232.69	109.99	-846.67	406476.53	2559289.62	
9400.00	9.15	277.40	9331.42	112.03	-862.44	406478.57	2559273.85	
9493.77	9.15	277.40	9424.00	113.95	-877.21	406480.49	2559259.08	DAKOTA SILT

Weatherford International

Planning Report

Company: WIND RIVER II CORPORATION
Field: GRAND COUNTY, UTAH
Site: KELLY CANYON
Well: #5-8-16-22
Wellpath: 1

Date: 12/9/2005 **Time:** 12:41:13 **Page:** 3
Co-ordinate(NE) Reference: Well: #5-8-16-22, Grid North
Vertical (TVD) Reference: SITE 7345.0
Section (VS) Reference: Well (0.00N,0.00E,277.40Azi)
Survey Calculation Method: Minimum Curvature **Db:** Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	MapN ft	MapE ft	Comment
9500.00	9.15	277.40	9430.15	114.08	-878.20	406480.62	2559258.09	
9588.98	9.15	277.40	9518.00	115.90	-892.22	406482.44	2559244.07	DAKOTA
9600.00	9.15	277.40	9528.88	116.13	-893.96	406482.67	2559242.33	
9700.00	9.15	277.40	9627.61	118.17	-909.72	406484.71	2559226.57	
9717.62	9.15	277.40	9645.00	118.54	-912.50	406485.08	2559223.79	CEDARMNTN
9800.00	9.15	277.40	9726.33	120.22	-925.48	406486.76	2559210.81	
9858.41	9.15	277.40	9784.00	121.42	-934.69	406487.96	2559201.60	MORRISON
9900.00	9.15	277.40	9825.06	122.27	-941.24	406488.81	2559195.05	
10000.00	9.15	277.40	9923.79	124.32	-957.00	406490.86	2559179.29	
10100.00	9.15	277.40	10022.52	126.36	-972.76	406492.90	2559163.53	
10200.00	9.15	277.40	10121.25	128.41	-988.53	406494.95	2559147.76	
10300.00	9.15	277.40	10219.98	130.46	-1004.29	406497.00	2559132.00	
10300.02	9.15	277.40	10220.00	130.46	-1004.29	406497.00	2559132.00	TARGET
10346.61	9.15	277.40	10266.00	131.41	-1011.63	406497.95	2559124.66	ENTRADA-UPPER
10400.00	9.15	277.40	10318.71	132.51	-1020.05	406499.05	2559116.24	
10471.20	9.15	277.40	10389.00	133.96	-1031.27	406500.50	2559105.02	ENTRADA MID
10500.00	9.15	277.40	10417.44	134.55	-1035.81	406501.09	2559100.48	
10600.00	9.15	277.40	10516.17	136.60	-1051.57	406503.14	2559084.72	
10609.96	9.15	277.40	10526.00	136.81	-1053.14	406503.35	2559083.15	CARMEL/NAVAJO REMNAN
10700.00	9.15	277.40	10614.89	138.65	-1067.33	406505.19	2559068.96	
10734.54	9.15	277.40	10649.00	139.36	-1072.78	406505.90	2559063.51	BASE NAVAJO REMNANT
10800.00	9.15	277.40	10713.62	140.70	-1083.09	406507.24	2559053.20	
10803.42	9.15	277.40	10717.00	140.77	-1083.63	406507.31	2559052.66	

Targets

Name	Description Dip. Dir.	TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	← Latitude → Deg Min Sec			← Longitude → Deg Min Sec		
TARGET		10220.00	130.46	-1004.29	406497.00	2559132.00	39	25	56.630 N	109	31	13.049 W
	-Circle (Radius: 100)											
	-Plan hit target											

Casing Points

MD ft	TVD ft	Diameter in	Hole Size in	Name
3600.00	3600.00	0.000	0.000	CASING

Formations

MD ft	TVD ft	Formations	Lithology	Dip Angle deg	Dip Direction deg
5640.80	5620.00	CASTLEGATE		0.00	0.00
5902.12	5878.00	MANCOS		0.00	0.00
7405.22	7362.00	MANCOS MID SHOW		0.00	0.00
8986.32	8923.00	MANCOS MARKER		0.00	0.00
9236.50	9170.00	KMC SHOW (FROM NHC)		0.00	0.00
9493.77	9424.00	DAKOTA SILT		0.00	0.00
9588.98	9518.00	DAKOTA		0.00	0.00
9717.62	9645.00	CEDARMNTN		0.00	0.00
9858.41	9784.00	MORRISON		0.00	0.00
10300.02	10220.00	ENTRADA-CMT		0.00	0.00
10346.61	10266.00	ENTRADA-UPPER		0.00	0.00
10471.20	10389.00	ENTRADA MID		0.00	0.00
10609.96	10526.00	CARMEL/NAVAJO REMNANT		0.00	0.00
10734.54	10649.00	BASE NAVAJO REMNANT		0.00	0.00



WIND RIVER RESOURCES CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435) 658-0195
Facsimile: (435) 658-0194
Email: wrrc@mwutah.com

December 15, 2005

Dustin Doucet, Petroleum Engineer
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Directional Drilling
Kelly Canyon 5-8-16-22
senw Sec. 8-T16S-R22E
Grand County

Dear Mr. Doucet:

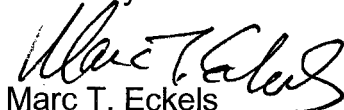
The attached portion of the Rock Spring Unit plat shows the Kelly Canyon 5-8-16-22 to be located on SITLA lease ML 47564. This lease includes the north half of adjacent Section 5 and all of sections 6, 7 and 8. The surface location is 2,025' FNL and 2,000 FWL. The bottom hole location of the directional well will be displaced 130.46' to the north and 1004.29' to the west of the surface location, putting it at 1,895.46' FNL and 995.71' FWL.

The closest lease line to the bottom hole location is 1,895.46' to the north at the section line between sections 5 and 8. This is more than four times the required 460' distance.

Also attached is a copy of the topographic map for this well. The need for the directional hole is two-fold: our geologic targets are beneath extremely rugged topography and the proposed well path allows us to penetrate multiple targets at the optimal positions.

Please let me know if you have any questions or need additional information.

Sincerely


Marc T. Eckels
Vice President

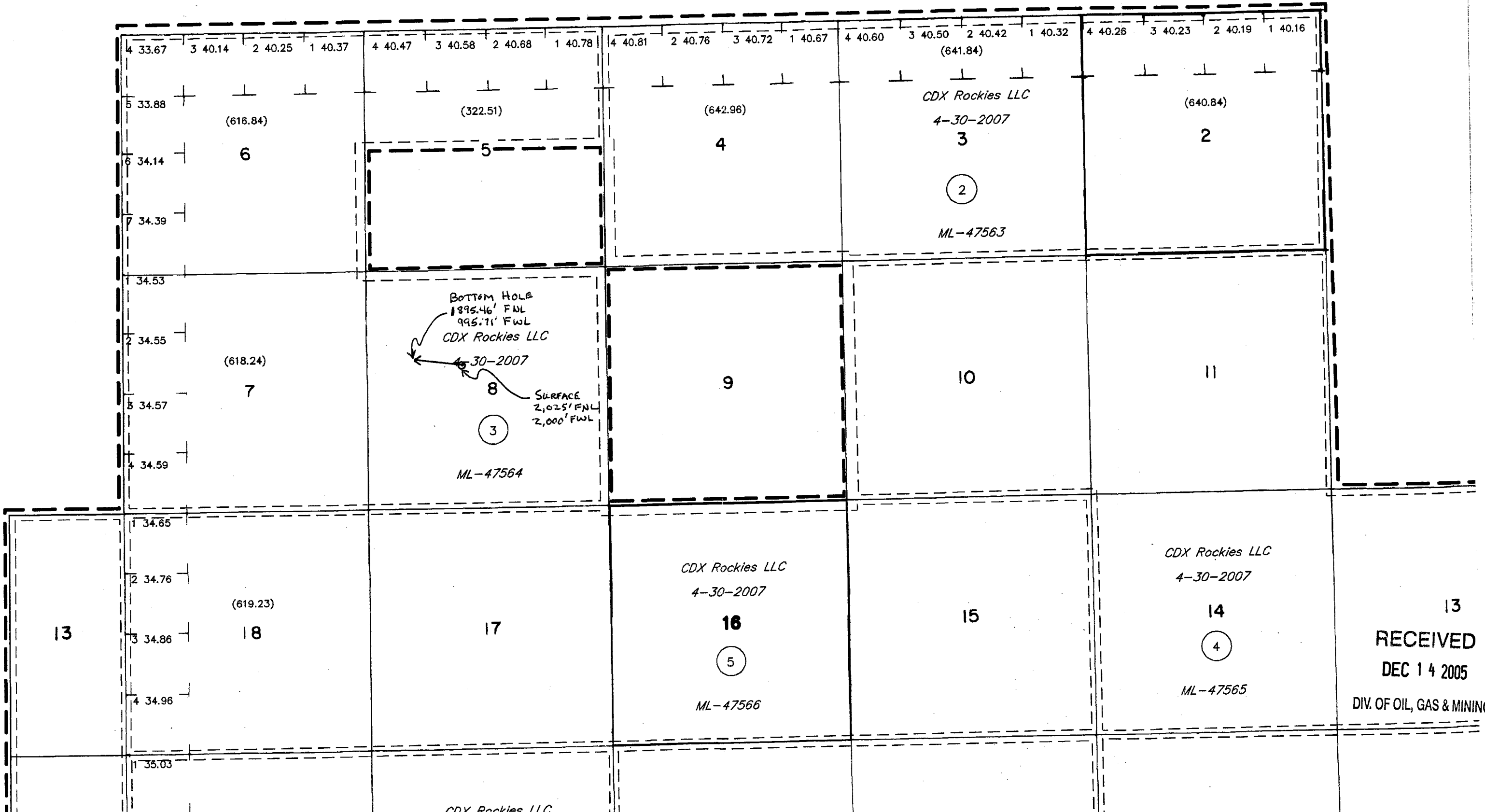
RECEIVED

DEC 14 2005

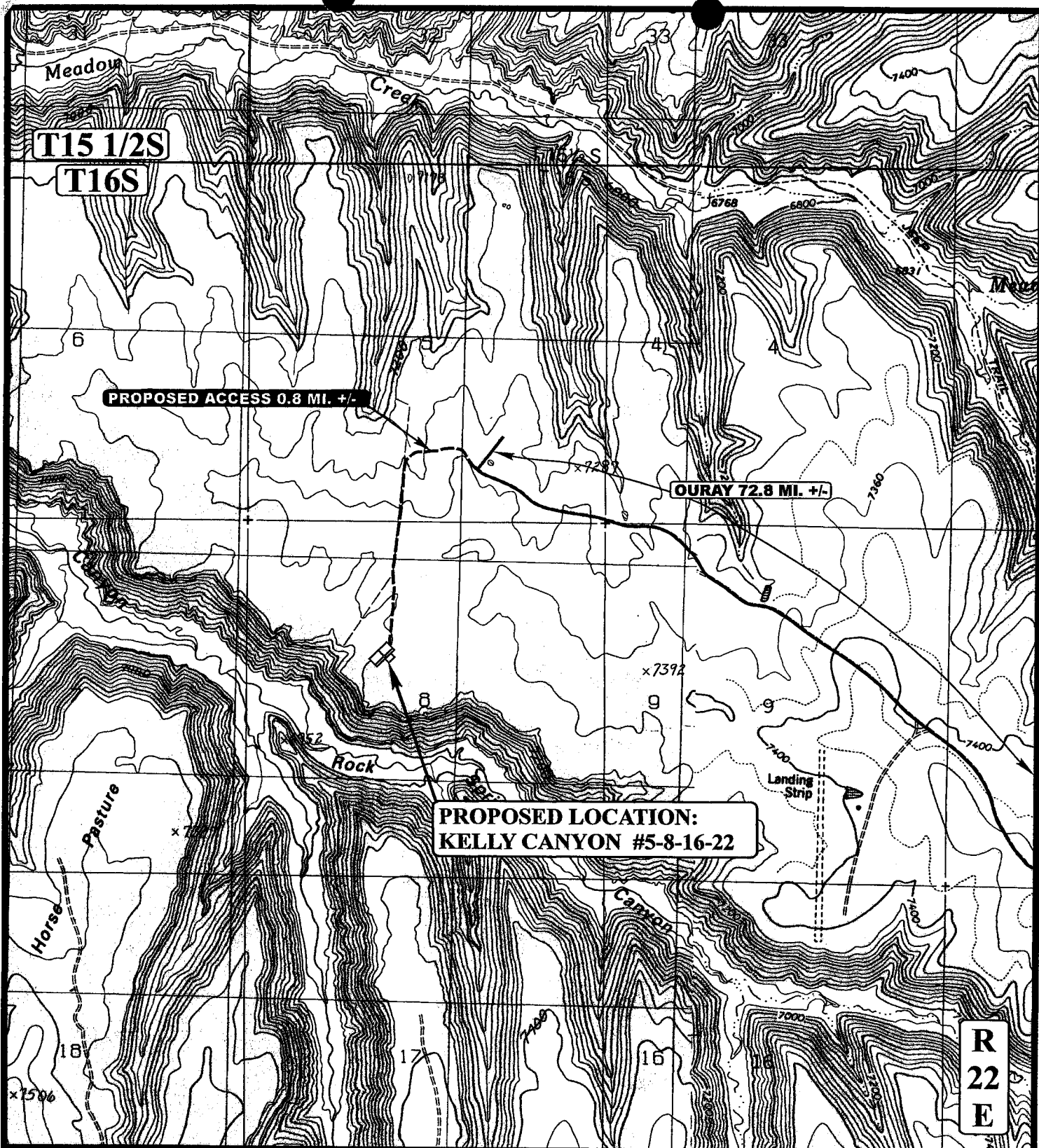
DIV. OF OIL, GAS & MINING

Exhibit "A"
ROCK SPRING UNIT AREA
Grand County Utah

T. 16 S., R 22 E.



13
RECEIVED
DEC 14 2005
DIV. OF OIL, GAS & MINING



LEGEND:

————— EXISTING ROAD
 - - - - - PROPOSED ACCESS ROAD

WIND RIVER II CORPORATION

KELLY CANYON #5-8-16-22
SECTION 8, T16S, R22E, S.L.B.&M.
2024' FNL 2000' FWL

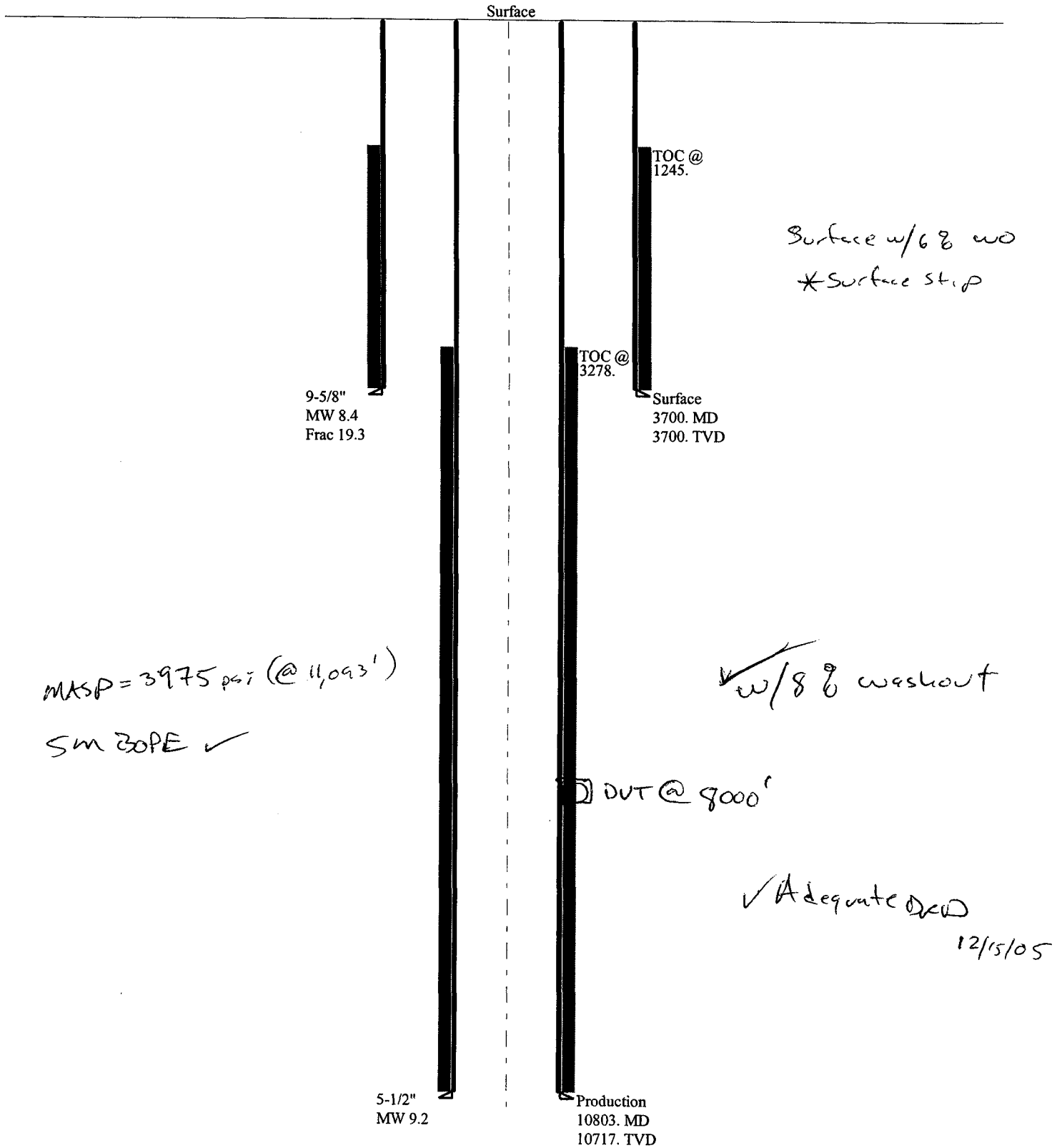
U&L S
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC **09 01 05**
MAP **MONTH DAY YEAR**
 SCALE: 1" = 2000' DRAWN BY: B.C. REVISED: 00-00-00

B
TOPO

10-05 Wind River Kelly Cyn 5-16-22

Casing Schematic



Well name: **10-05 Wind River Kelly Cyn 5-8-16-22**

Operator: **Wind River II Corporation**

String type: **Production**

Project ID:
43-019-31458

Location: **Grand County, Utah**

Design parameters:

Collapse

Mud weight: 9.200 ppg
Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 65 °F
Bottom hole temperature: 215 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,500 ft

Cement top: 3,278 ft

Burst

Max anticipated surface pressure: 445 psi
Internal gradient: 0.436 psi/ft
Calculated BHP 5,122 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Directional Info - Build & Hold

Kick-off point 3700 ft
Departure at shoe: 1093 ft
Maximum dogleg: 2 °/100ft
Inclination at shoe: 9.15 °

Tension is based on air weight.

Neutral point: 9,289 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	10803	5.5	17.00	P-110	LT&C	10717	10803	4.767	372.3
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	5122	7480	1.460	5122	10640	2.08	182	445	2.44 J

Prepared by: Clinton Dworshak
Utah Div. of Oil & Mining

Phone: (801) 538-5281
FAX: (801)359-3940

Date: December 15,2005
Salt Lake City, Utah

ENGINEERING STIPULATIONS -

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Collapse strength is (biaxially) derated for doglegs in directional wells by multiplying the tensile stress by the cross section area to calculate a

Engineering responsibility for use of this design will be that of the purchaser.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML47564
2. NAME OF OPERATOR: Wind River II Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: P.O. Box 1540 CITY Park City STATE UT ZIP 84060		7. UNIT or CA AGREEMENT NAME: Rock Spring Unit
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FWL		8. WELL NAME and NUMBER: Kelly Canyon 5-8-16-22
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SE NW 8 16S 22E		9. API NUMBER: 4301931458
COUNTY: Grand		10. FIELD AND POOL, OR WILDCAT: Wildcat
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input checked="" type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The Kelly Canyon 5-8-16-22 was drilled to 10,816' and logs were run on 2/14/2006. Based on the logs, it was determined that the well needed to be drilled 250' deeper to drill to one of the intended target formations and allow sufficient additional hole for logging. That work is in progress. If the additional drilling does not indicate a commercially viable, this directional hole may be declared dry and an alternate directional leg would be drilled to another target from the base of the surface casing at 3,692' (log depth). This could occur over the long President's Day weekend, so we are trying to get as much information to the Division as possible to avoid operational delays.

In the event that the Kelly Canyon 5-8-16-22 is to be plugged and abandoned, it is our request that we be allowed to plug the well back to the surface casing shoe at 3,692', as indicated below, and resume operations to drill another direction from that point.

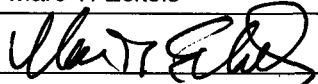
Proposed Cement Plugs To Be Set (each plug to be 200' in length and balanced across the indicated depth):

Entrada Sandstone @ 10,448'

Dakota Silt/Dakota Sandstone @ 9,578'

Mancos Shale @ 6,025'

Mesaverde Formation @ 3,800' (will put top of plug at casing shoe and will be used to kick well off for drilling subsequent leg.

NAME (PLEASE PRINT) Marc T. Eckels	TITLE Vice President
SIGNATURE 	DATE 2/17/2006

(This space for State use only)

COPY SENT TO OPERATOR
Date: 2-24-06
Initials: CEH

**APPROVED BY THE STATE
OF UTAH DIVISION OF
OIL, GAS, AND MINING**
DATE: 2/17/06
BY: D. Stedman



State of Utah

Department of
Natural Resources

MICHAEL R. STYLER
Executive Director

Division of
Oil, Gas & Mining

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

CONDITIONS OF APPROVAL TO PLUG AND ABANDON WELL

Well Name and Number: Kelly Canyon 5-8-16-22
API Number: 43-019-31458
Operator: Wind River II Corporation
Reference Document: Original Sundry Notice dated February 17, 2006,
received by DOGM on February 17, 2006.

Approval Conditions:

1. Notify the Division at least 24 hours prior to conducting abandonment operations. Please call Dave Hackford at 435-722-7589.
2. All balanced plugs shall be tagged to ensure that they are at the depths specified in the intent.
3. A subsequent Sundry describing the plugging operation shall be submitted immediately upon completion of the plug back.
4. A Well Completion Report for this well shall be submitted immediately upon completion of the plug back.
5. All requirements in the Oil and Gas Conservation General Rule R649-3-24 shall apply.
6. If there are any changes to the plugging procedure or the wellbore configuration, notify Dustin Doucet at 801-538-5281 (office), 801-733-0983 (home), or 801-599-9694 (cell) prior to continuing with the procedure.
7. All other requirements for notice and reporting in the Oil and Gas Conservation General Rules shall apply.

Dustin K. Doucet
Petroleum Engineer

February 17, 2006

Date

Wellbore Diagram

API Well No: 43-019-31458-00-00 Permit No:

Well Name/No: KELLY CYN 5-8-16-22

Company Name: WIND RIVER II CORPORATION

Location: Sec: 8 T: 16S R: 22E Spot: SENW

Coordinates: X: 627669 Y: 4365556

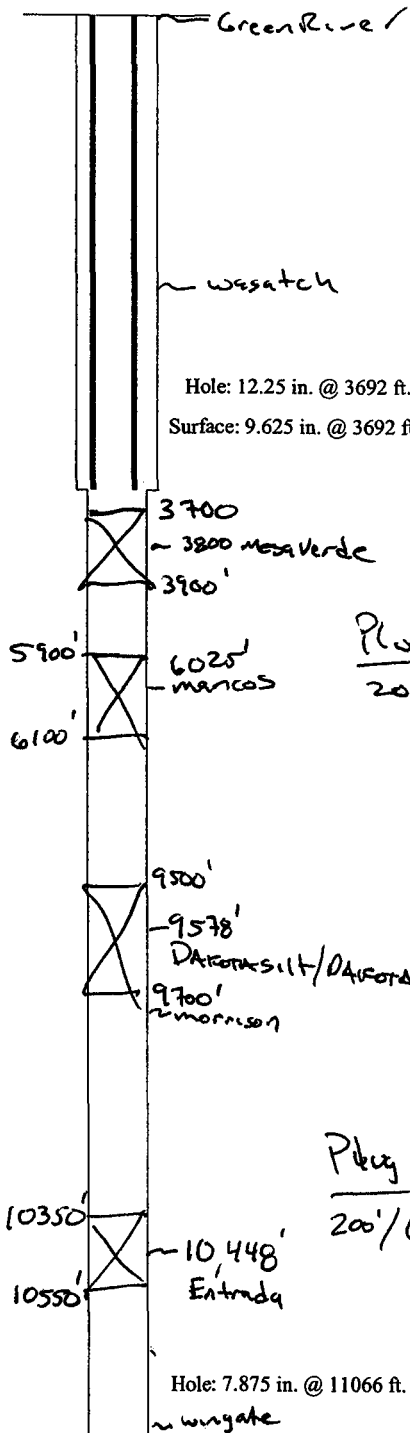
Field Name: UNDESIGNATED

County Name: GRAND

String Information

String	Bottom (ft sub)	Diameter (inches)	Weight (lb/ft)	Length (ft)
HOL1	3692	12.25		
SURF	3692	9.625		
HOL2	11066	7.875		

$$7\frac{7}{8}'' \text{ Hole Capacity } \frac{[(1.2)(7.875)]^2}{183.35} = 0.48706 \rightarrow 2.053 \text{ f/cf}$$



Cement Information

Plug 4

200' = 83 SX
TOC @ 3700'

Plug 3

200' = 83 SX

*Tag plug -> TOC @ 5900'

Perforation Information

Plug 2

200' = 83 SX

*Tag plug -> TOC @ 9500'

Formation Information
Formation Depth

Plug 1

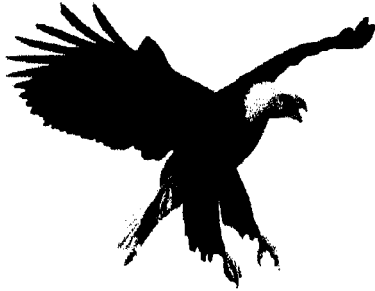
200' / (1.18)(2.053) = 83 SX

*Tag plug -> TOC @ 10350'

TD:

TVD:

PBD:



WIND RIVER II CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435)658-0195
Facsimile: (435)658-0194
Email: wrrc@mwutah.com

Marc T. Eckels – Vice President

February 17, 2006

Dustin Doucet, Petroleum Engineer
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Kelly Canyon 10-8-16-22
senw Sec. 8-T16S-R22E
Grand County

Dear Mr. Doucet:

As we discussed earlier today, we are presently deepening the Kelly Canyon 5-8-16-22 by 250' in order to penetrate the deepest of our geologic targets. There is apparently a velocity gradient between our first well and this location, and our prognosis was shallow by about 150', according to logs run on February 14th.

Unless this additional drilling finds a gas accumulation that appears to justify completion the Kelly Canyon 5-8-16-22 may be a dry hole. If this is the case we will probably make that determination over the upcoming long weekend. In an effort to avoid delays and rig standby I am submitting the following documents and requesting that you give us verbal approval plug the existing westward directional well bore back to the surface casing shoe at 3,692' and to begin drilling another directional well bore from that depth to the southeast. Attached are:

Sundry Notice for P&A of Kelly Canyon 5-8-16-22;
Application for Permit to Drill the new Kelly Canyon 10-8-16-22 from the existing Cased surface hole, with amended production casing cement program a new directional drilling plan;
A directional drilling letter;
A location exception letter

Our well-numbering scheme is based on the location of the producing horizon, with the forty-acre quarter-quarter sections numbered back and forth from the top

right section corner. The bottom hole location of the Kelly Canyon 5-8-16-22 is in the SWNW (#5 forty in Section 8-T16S-R22E), whereas the bottom hole location for the Kelly Canyon 10-8-16-22 will be in the NWSE (#10 forty) in the same section. We will use the new well name because it is consistent with our system and because it will allow future differentiation of logs and other well data to be based on different well numbers. It is my understanding that the API number will not change because the surface location will not change.

We greatly appreciate any help that you and the Division staff can provide in this regard. With our actual daily rig standby cost on the order of \$22,000 we obviously would like to keep the rig working.

Assuming that you can provide the requested verbal approval to proceed with plugging the first directional bore and starting the new one, we will of course provide whatever additional documentation or information you request after your office reopens on Tuesday.

Sincerely yours,


Marc T. Eckels

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

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3. ADDRESS OF OPERATOR: P.O. Box 1540 CITY Park City STATE UT ZIP 84060		7. UNIT or CA AGREEMENT NAME: Rock Spring Unit
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FWL		8. WELL NAME and NUMBER: Kelly Canyon 5-8-16-22
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 8 16S 22E S		9. API NUMBER: 4301931458
COUNTY: Grand		10. FIELD AND POOL, OR WILDCAT: Wildcat
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input checked="" type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: 2/22/2006	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The Kelly Canyon 5-8-16-22 was drilled vertically to 3,692', at which point 9-5/8", J-55, 36# surface casing was set and cemented in the 12-1/4" hole. From that point a directional (westerly) 7-7/8" hole was drilled to a total depth of 10,891' and logged. The directional hole was plugged back to the surface casing shoe so that the vertical cased portion of the hole could be used for another directional hole, this one to the southeast and called the Kelly Canyon 10-8-16-22.

The directional portion of the Kelly Canyon 5-8-16-22 was plugged with Halliburton on 2/20/06-2/22/006 as follows:

Plug #1 (Entrada) consisted of 77 sx Class "G" with additives and 10% excess, at 15.5 ppg, pumped with end of pipe at 10,572'. WOC 4 hrs and tag top of plug at 10,370'. Witnessed by Dave Hackford.

Plug #2 (Dakota/Cedar Mtn.) consisted of 82 sx Class "G" with additives and 10% excess, at 15.5 ppg, pumped with end of pipe at 9,704'. WOC 5 hrs and tag top of plug at 9,519'. Witnessed by Dave Hackford.

Plug #3 (Mancos) consisted of 63 sx Class "G" with additives and 10% excess, at 15.8 ppg, pumped with end of pipe at 6,108'. WOC 5 hrs and tag top of plug at 5,910'. Witnessed by Floyd Bartlett.

Plug #4 (Mesaverde) consisted of 160 sx Class "G" with additives and 10% excess, at 15.8 ppg, pumped with end of pipe at 4,217'. WOC 11 hrs and tag plug at 3,762'. This 455' plug will serve as kick-off plug for new directional leg.

NAME (PLEASE PRINT) Marc T. Eckels	TITLE Vice President
SIGNATURE 	DATE 2/23/2006

(This space for State use only)

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FEB 24 2006

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
2. NAME OF OPERATOR: Wind River II Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Rock Spring Unit
3. ADDRESS OF OPERATOR: P.O. Box 1540 CITY Park City STATE UT ZIP 84060		7. UNIT or CA AGREEMENT NAME: Rock Spring Unit
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FEL		8. WELL NAME and NUMBER: Kelly Canyon 5-8-16-22
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW 8 16S 22E S		9. API NUMBER: 4301931458
		10. FIELD AND POOL, OR WILDCAT: Wildcat
		COUNTY: Grand
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Well Status
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

As reported in the Sundry Notice dated 7/22/2006, this directional well was drilled from the same location and uses the same surface casing string as the Kelly Canyon 5-8-16-22. The well was perforated in the Cedar Mountain interval and hydraulic fracture stimulations have been designed for both the Cedar Mountain and the Mancos Shale.

Completion operations are suspended waiting on a pipeline connection so that gas produced during frac flow-back can be sold. It is anticipated that a suitable pipeline connection will become possible in November 2006.

NAME (PLEASE PRINT) Marc T. Eckels

TITLE Vice President

SIGNATURE

DATE 10/5/2006

(This space for State use only)

RECEIVED

OCT 06 2006

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
2. NAME OF OPERATOR: Wind River Resources Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: n/a
3. ADDRESS OF OPERATOR: P.O. Box 1540 CITY Park City STATE UT ZIP 84060		7. UNIT or CA AGREEMENT NAME: Rock Spring Unit
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FEL		8. WELL NAME and NUMBER: Kelly Canyon 10-8-16-22
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW 8 16S 22E S		9. API NUMBER: 4301931458
COUNTY: Grand		10. FIELD AND POOL, OR WILDCAT:
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____ <input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/RESUME) <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input checked="" type="checkbox"/> OTHER: Drilling Report

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The Kelly Canyon 10-8-16-22 is drilled from the same surface location and surface casing as the P&A Kelly Canyon 5-8-16-22, with which it also shares its API number. Four cement plugs were set, per instructions from Dustin Doucet, to plug the bottom Kelly Canyon 5-8-16-22 back to just below the surface casing shoe. The depth to the top plug was checked after 24 hrs. WOC time and found at 3,762'.

Technically the Kelly Canyon 10-8-16-22 was spudded on 12/5/2006, which is when the dry hole digger set conductor pipe on the Kelly Canyon 5-8-16-22. 9-5/8", 36# J-55, LT&C surface casing was set and cemented at 3,690' on 1/15/2006. Directional drilling commenced at 3,762' on 2/23/2006 with a 7-7/8" bit using the top cement plug as a kick-off plug. Made turn to establish 17 degree inclination and 146 degree azimuth and drilled ahead toward target. Lost approx. 165 bbl mud between 9,200'-9,557' in the lower Mancos Shale. Drilled ahead into the Cedar Mountain, reaching 9,881' (MD) on 3/19/2006 and tripped for bit and to lay down directional tools. Resumed drilling to TD at 10,376' 3/23/2006. Ran Schlumberger open hole logs (Platform Express triple combo, BHC sonic and spectral gamma ray) on 3/24-25/2006. Ran 234 jts. 5-1/2", 17#, P-110, LT&C casing and set at 10,365'. Halliburton cemented with 886 sx of foamed 50:50 Pozmix (lead) and tailed with 87 sx of 50:50 Poz w/o foam. Plug down at 3:33 p.m., 3/26/2006. Bottom hole location at 10,376' is 1,808' FSL & 2,472' FEL.

The Cedar Mountain was perforated on 4/14/2006. Well is awaiting decision on frac for Cedar Mountain and design of frac for ~~Mancos Shale~~.

NAME (PLEASE PRINT) <u>Marc T. Eckels</u>	TITLE <u>Vice President</u>
SIGNATURE	DATE <u>7/24/2006</u>

(This space for State use only)

RECEIVED
JUL 25 2006



WIND RIVER II CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435) 658-0195
Facsimile: (435) 658-0194
Email: wrrc@mwutah.com

Marc T. Eckels, Vice President

February 27, 2004

Carol Daniels, Information Specialist
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Letter of Transmittal for:

Completion Report for Kelly Canyon 5-8-16-22 – 2 copies + 1 set of open hole logs
(Triple Combo, BHC Sonic, Directional Survey, Spectral Gamma Ray and
Mud Log)

Sundry Notice for Three Pines 14-17-16-23 – 2 copies Drilling Report and
completion update

Sundry Notice for Kelly Canyon 10-8-16-22 – 2 copies Drilling Report and
completion update

Dear Ms. Daniels:

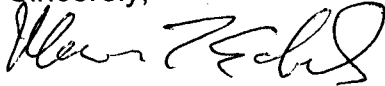
Enclosed please find the above-listed reports and logs. As we discussed on the phone last week, completion test results from the Cedar Mountain and deeper formations in the Three Pines 14-17-16-23 and Kelly Canyon 10-18-16-22 have not, so far, indicated commercial production. We have suspended completion operations at both wells in order to review our recalibrated 3D seismic data. At a technical meeting last Friday we and our partners were presented with the results of the review and are now considering a frac in the Cedar Mountain interval in the Kelly Canyon 10-8.

There is little doubt that both wells can be completed commercially in the Mancos Shale, but the required fracs will be very expensive and we hesitate to do them before we have exhausted all deeper possibilities, and before we have access to transportation for the gas out of the field.

RECEIVED
JUL 25 2006
DIV. OF OIL, GAS & MINING

These issues are being pursued diligently and we will move forward as soon as the necessary conditions are met.

Sincerely,

A handwritten signature in black ink, appearing to read "Marc T. Eckels". The signature is fluid and cursive, with the first name "Marc" being more legible than the last name "Eckels".

Marc T. Eckels

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL <input type="checkbox"/> GAS WELL <input type="checkbox"/> DRY <input checked="" type="checkbox"/> OTHER _____		7. UNIT or CA AGREEMENT NAME Rock Spring Unit
b. TYPE OF WORK: NEW WELL <input checked="" type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> OTHER _____		8. WELL NAME and NUMBER: Kelly Canyon 5-8-16-22
2. NAME OF OPERATOR: Wind River Resources Corporation		9. API NUMBER: 4301931458
3. ADDRESS OF OPERATOR: P.O. Box 1540 CITY Park City STATE UT ZIP 84060		10. FIELD AND POOL, OR WILDCAT Wildcat
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 2,025' FNL & 2,000 FWL Section 8-T16S-R2; AT TOP PRODUCING INTERVAL REPORTED BELOW: AT TOTAL DEPTH: 1,895' FNL & 996' FWL		11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 8 16S 22E S
		12. COUNTY Grand
		13. STATE UTAH

14. DATE SPUDDED: 12/5/2005	15. DATE T.D. REACHED: 2/17/2006	16. DATE COMPLETED: 2/21/2006	ABANDONED <input checked="" type="checkbox"/> READY TO PRODUCE <input type="checkbox"/>	17. ELEVATIONS (DF, RKB, RT, GL): 7,339' (RKB)
18. TOTAL DEPTH: MD 10,962 TVD 10,879	19. PLUG BACK T.D.: MD 3,762 TVD 3,762	20. IF MULTIPLE COMPLETIONS, HOW MANY? *		21. DEPTH BRIDGE MD PLUG SET: TVD
22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) DIL/SP/GR/DNL/CAL/BHC Sonic/Dipole Sonic/Spectral GR/CmtVol/Directional			23. WAS WELL CORED? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit analysis) WAS DST RUN? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit report) DIRECTIONAL SURVEY? NO <input type="checkbox"/> YES <input checked="" type="checkbox"/> (Submit copy)	

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12.25"	9.625 J-55	36	0	3,690		G 960	281	Surface	

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(B)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

27. PERFORATION RECORD

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL

29. ENCLOSED ATTACHMENTS:

- ☒ ELECTRICAL/MECHANICAL LOGS
☒ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION

- ☒ GEOLOGIC REPORT
☐ CORE ANALYSIS

- ☐ DST REPORT
☐ OTHER: _____
☒ DIRECTIONAL SURVEY

30. WELL STATUS:

P&A

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JUL 25 2006

DIV. OF OIL, GAS & MINING

(CONTINUED ON BACK)

31. INITIAL PRODUCTION**INTERVAL A (As shown in item #26)**

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)**33. SUMMARY OF POROUS ZONES (Include Aquifers):**

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
Mesaverde	4,612	5,662	Numerous minor gas shows (100-255u)	Wasatch	1,832
Castlegate	5,738	5,880	Gas shows to 420u	Mesaverde	3,630
Mancos	6,160	9,424	Gas shows to 1009u	Castlegate	5,729
Dakota Silt	9,600	9,609	190u gas show	Mancos Shale	6,026
Cedar Mountain	9,826	9,836	194u gas show	Mancos B	6,472
Morrison	10,499	10,506	205u gas show	Dakota Silt	9,578
				Dakota SS	9,658
				Cedar Mountain	9,768
				Morrison	9,984
				See attached See sheet for a	

35. ADDITIONAL REMARKS (Include plugging procedure)

Surface hole and casing (3,690') used for directional well Kelly Canyon 10-8-16-22, drilled to southeast from same location.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.NAME (PLEASE PRINT) Marc T. EckelsTITLE Vice PresidentSIGNATURE DATE 7/22/2006

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940



WIND RIVER II CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435) 658-0195
Facsimile: (435) 658-0194
Email: wrrc@mwutah.com

Marc T. Eckels, Vice President

February 27, 2004

Carol Daniels, Information Specialist
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Letter of Transmittal for:

Completion Report for Kelly Canyon 5-8-16-22 – 2 copies + 1 set of open hole logs
(Triple Combo, BHC Sonic, Directional Survey, Spectral Gamma Ray and
Mud Log)

Sundry Notice for Three Pines 14-17-16-23 – 2 copies Drilling Report and
completion update

Sundry Notice for Kelly Canyon 10-8-16-22 – 2 copies Drilling Report and
completion update

Dear Ms. Daniels:

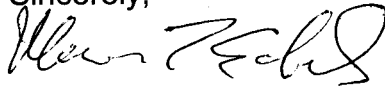
Enclosed please find the above-listed reports and logs. As we discussed on the phone last week, completion test results from the Cedar Mountain and deeper formations in the Three Pines 14-17-16-23 and Kelly Canyon 10-18-16-22 have not, so far, indicated commercial production. We have suspended completion operations at both wells in order to review our recalibrated 3D seismic data. At a technical meeting last Friday we and our partners were presented with the results of the review and are now considering a frac in the Cedar Mountain interval in the Kelly Canyon 10-8.

There is little doubt that both wells can be completed commercially in the Mancos Shale, but the required fracs will be very expensive and we hesitate to do them before we have exhausted all deeper possibilities, and before we have access to transportation for the gas out of the field.

RECEIVED
JUL 25 2006
DIV. OF OIL, GAS & MINING

These issues are being pursued diligently and we will move forward as soon as the necessary conditions are met.

Sincerely,

A handwritten signature in black ink, appearing to read "Marc T. Eckels". The signature is fluid and cursive, with the first name "Marc" and last name "Eckels" clearly distinguishable.

Marc T. Eckels

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☒ FORM 8
(highlight changes)

5. LEASE DESIGNATION AND SERIAL NUMBER:
ML 47564

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL ☐ GAS WELL ☐ DRY ☒ OTHER

7. UNIT or CA AGREEMENT NAME
Rock Spring Unit

b. TYPE OF WORK: NEW WELL ☒ HORIZ. LATS. ☐ DEEP-EN ☐ RE-ENTRY ☐ DIFF. RESVR. ☐ OTHER

8. WELL NAME and NUMBER:
Kelly Canyon 5-8-16-22

2. NAME OF OPERATOR:
Wind River Resources Corporation

9. API NUMBER:
4301931458

3. ADDRESS OF OPERATOR:
P.O. Box 1540 CITY Park City STATE UT ZIP 84060

PHONE NUMBER:
(435) 658-0195

10 FIELD AND POOL, OR WILDCAT
Wildcat

4. LOCATION OF WELL (FOOTAGES)
AT SURFACE: 2,025' FNL & 2,000 FWL Section 8-T16S-R2

11. QTR/QTR, SECTION, TOWNSHIP, RANGE,
MERIDIAN:
SENEW 8 16S 22E S

AT TOP PRODUCING INTERVAL REPORTED BELOW:

AT TOTAL DEPTH: 1,895' FNL & 996' FWL

12. COUNTY
Grand

13. STATE
UTAH

14. DATE SPUDDED:
12/5/2005

15. DATE T.D. REACHED:
2/17/2006

16. DATE COMPLETED:
2/21/2006

ABANDONED ☒ READY TO PRODUCE ☐

17. ELEVATIONS (DF, RKB, RT, GL):
7,339' (RKB)

18. TOTAL DEPTH: MD 10,962
TVD 10,879

19. PLUG BACK T.D.: MD 3,762
TVD 3,762

20. IF MULTIPLE COMPLETIONS, HOW MANY? *

21. DEPTH BRIDGE MD
PLUG SET: TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

DIL/SP/GR/DNL/CAL/BHC Sonic/Dipole Sonic/Spectral
GR/CmtVol/Directional

23.
WAS WELL CORED? NO ☒ YES ☐ (Submit analysis)
WAS DST RUN? NO ☒ YES ☐ (Submit report)
DIRECTIONAL SURVEY? NO ☐ YES ☒ (Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
12.25"	9.625 J-55	36	0	3,690		G 960	281	Surface	

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
(A)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(B)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(C)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
(D)								Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

27. PERFORATION RECORD

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL

29. ENCLOSED ATTACHMENTS:

☒ ELECTRICAL/MECHANICAL LOGS ☒ GEOLOGIC REPORT ☐ DST REPORT ☒ DIRECTIONAL SURVEY
☒ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION ☐ CORE ANALYSIS ☐ OTHER:

30. WELL STATUS:

P&A

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JUL 25 2006

31. INITIAL PRODUCTION

INTERVAL A (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL B (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL C (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

INTERVAL D (As shown in item #26)

DATE FIRST PRODUCED:		TEST DATE:		HOURS TESTED:		TEST PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU – GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	OIL – BBL:	GAS – MCF:	WATER – BBL:	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
Mesaverde	4,612	5,662	Numerous minor gas shows (100-255u)	Wasatch	1,832
Castlegate	5,738	5,880	Gas shows to 420u	Mesaverde	3,630
Mancos	6,160	9,424	Gas shows to 1009u	Castlegate	5,729
Dakota Silt	9,600	9,609	190u gas show	Mancos Shale	6,026
Cedar Mountain	9,826	9,836	194u gas show	Mancos B	6,472
Morrison	10,499	10,506	205u gas show	Dakota Silt	9,578
				Dakota SS	9,658
				Cedar Mountain	9,768
				Morrison	9,984
				See attached See sheet for a	

35. ADDITIONAL REMARKS (Include plugging procedure)

Surface hole and casing (3,690') used for directional well Kelly Canyon 10-8-16-22, drilled to southeast from same location.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Marc T. EckelsTITLE Vice PresidentSIGNATURE DATE 7/22/2006

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top – Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
2. NAME OF OPERATOR: Wind River II Corporation	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: Rock Spring Unit
3. ADDRESS OF OPERATOR: 1245 E. Brickyard Rd., #110 CITY Salt Lake City STATE UT ZIP 84106	7. UNIT or CA AGREEMENT NAME: Rock Spring Unit
PHONE NUMBER: (435) 466-4131	8. WELL NAME and NUMBER: Kelly Canyon 10-8-16-22
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FEL	9. API NUMBER: 4301931458
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW 8 16S 22E S	10. FIELD AND POOL, OR WILDCAT: Wildcat
COUNTY: Grand	STATE: UTAH

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: Well Status
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well remains as reported 10/5/2006. It has been perforated in the Cedar Mountain and appears to be capable of commercial production. Completion operations have been suspended waiting on a pipeline hook-up. Specifically, as soon as the Uinta Basin Field Service pipeline is built across Willow Creek and along Winter Ridge, we will hydraulically frac this well and connect it to the new pipeline. Best estimates for the timing of this are in the range of late spring or early summer 2007.

RECEIVED

FEB 06 2007

DIV. OF OIL, GAS & MINING

NAME (PLEASE PRINT) Marc T. Eckels

TITLE Vice President

SIGNATURE

DATE 2/5/2007

(This space for State use only)



WIND RIVER RESOURCES CORPORATION

1245 E Brickyard Road
Brickyard Tower, Suite 110
Salt Lake City, Utah 84106
Telephone: (801) 466-4131
Facsimile: (801) 466-4132
Email: utah@windrivercompanies.com

Marc T. Eckels, Vice President

February 5, 2007

Carol Daniels
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Notices of Drilling Wells Not Completed

Dear Ms. Daniels:

We are in receipt of the above notices for four wells: the North Hill Creek 15-31-14-21, North Hill Creek 1-8-15-20, Kelly Canyon 5-8-16-22 and Three Pines 14-17-16-23. The completion report for the Kelly Canyon 5-8-16-22 was submitted on July 22, 2006, along with the logs and related materials. If you cannot find this, please let me know. As you may remember, we plugged that well back to the surface casing shoe and drilled the Kelly Canyon 10-8-16-22 directionally to the southeast from the same location. DOG&M decided to give both wells the same API number, so perhaps that is the source of the confusion.

With regard to the remaining wells you will find Sundry Notices for each, and for the Kelly Canyon 10-8-16-22, explaining their current status and estimated completion dates.

Please call if you have any questions.

Sincerely,

Marc T. Eckels

RECEIVED

FEB 06 2007

DIV. OF OIL, GAS & MINING

Note on Kelly Canyon 10-8-16-22 APD:

43.019.31458
16S 22E 8

The Kelly Canyon 10-8-16-22 is a directional well to a target southeast of the original Kelly Canyon 5-8-16-22, which was plugged back to the surface casing shoe and contributed the top 3,692' of the well and the drilling location to the KC 10-8.

The State Petroleum Engineer did not require a complete APD for the KC 10-8, as the rig was on the well and we needed to move quickly to permit what was essentially just another directional leg in the same wellbore. The DOG&M said that we should use the same API number for both wells, but we agreed to different well numbers so that it would be clear where the bottom hole targets were and so that the two sets of logs could be kept straight for future reference.

Attached to this note are:

- the APD Form 3 for the Kelly Canyon 10-8
- a new page 1 for the APD Drilling Plan
- a new directional drilling plan

Other than these three items, the APD is identical to the Kelly Canyon 5-8 APD.

Marc Eckels

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐
(highlight changes)

APPLICATION FOR PERMIT TO DRILL			5. MINERAL LEASE NO: ML 47564	6. SURFACE: State
1A. TYPE OF WORK: DRILL <input type="checkbox"/> REENTER <input checked="" type="checkbox"/> DEEPEN <input type="checkbox"/>			7. IF INDIAN, ALLOTTEE OR TRIBE NAME:	
B. TYPE OF WELL: OIL <input type="checkbox"/> GAS <input checked="" type="checkbox"/> OTHER _____ SINGLE ZONE <input type="checkbox"/> MULTIPLE ZONE <input checked="" type="checkbox"/>			8. UNIT or CA AGREEMENT NAME: Rock Spring	
2. NAME OF OPERATOR: Wind River Resources Corporation			9. WELL NAME and NUMBER: Kelly Canyon 10-8-16-22	
3. ADDRESS OF OPERATOR: P.O. Box 1540 CITY Park City STATE UT ZIP 84060			10. FIELD AND POOL, OR WILDCAT: Wildcat	
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 2,025' FNL & 2,000' FWL AT PROPOSED PRODUCING ZONE: 1,808' FSL & 2,472' FEL			11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: senw 8 16S 22E	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: Approx. 68 mi. straight line distance from Roosevelt			12. COUNTY: Grand	13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 2,025' at surface	16. NUMBER OF ACRES IN LEASE: 2,313	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40		
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 0' at surface	19. PROPOSED DEPTH: 11,000	20. BOND DESCRIPTION: Blanket Bond in place		
21. ELEVATIONS (SHOW WHETHER OF, RT, GR, ETC.): GR=7,319; RKB = 7,339	22. APPROXIMATE DATE WORK WILL START: 2/19/2006	23. ESTIMATED DURATION: 30 days		

PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
12.25	9.375" J-55 36#	3,692	Lead: 710 sx Lite 1.80 12.8
	625		Tail: 250 sx 1.19 15.6
7.875	5.5" P-110 17#	11,000	See attachment

ATTACHMENTS

25. VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

- ☐ WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER
- ☐ EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER

- ☐ COMPLETE DRILLING PLAN
- ☐ FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) **Marc T. Eckels**

TITLE **Vice President**

SIGNATURE _____

DATE **2/17/2006**

RECEIVED
MAR 27 2007

(This space for State use only)

API NUMBER ASSIGNED: **43-019-31458**

APPROVAL: _____

[Signature]

Verbal approval given 2/22/06
Original AAPD paperwork received 2/17/06, never made it to file - replacement copy

(See Instructions on Reverse Side)

**APD ATTACHMENT
WIND RIVER II CORPORATION
KELLY CANYON 10-8-16-22**

Page 1

Note that this APD is for a directional well to be drilled from the 3,692'-foot surface casing shoe of the Kelly Canyon 5-8-16-22. The surface location, plat, topos, rig layout and everything down to the surface casing shoe will be identical to those for the original well bore. The new directional hole will be drilled to the southeast, whereas the original was drilled to the west of the surface location. The well is being permitted to a depth of 11,000' (MD). The expected actual TD is 10,100' (MD).

Item 24. The surface casing described is in place.

The proposed production casing cementing program is as follows:

Production Casing – 0' - 10,100'

Single Stage Foamed

Primary: 820 sx 50:50 Poz Premium AG w/ 5 lbm/sk Silicalite, 0.2% Diacel LWL (fluid loss), 20% SSA-1 (cement material), 0.1% Versaset (thixotropic), 1.5% Zonesealant 2000 (foamer) foamed to 11 ppg

Tail: 90 sx 50:50 Poz Premium AG w/ 5 lbm/sk Silicalite, 0.2% Diacel

LWL, 20% SSA-1, 1.5% Zonesealant 2000, 0.1% Versaset, foamed to 11 ppg w/ nitrogen

15% excess.

Cement Characteristics: Yield = 1.47 cu ft per sk
Slurry Weight (not foamed) = 14.3 ppg
Slurry Weight (foamed) = 11.0 ppg
Compressive Strength = 1,125 psi
(24 hrs @ 140 degrees F)
= 1,500 psi
(7 days @ 140 degrees F)

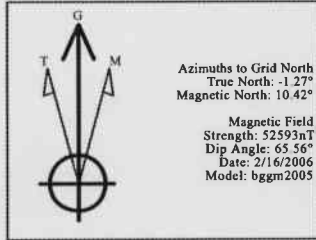
*Actual cement volumes will be based on caliper log calculations and drilling experience.

25. The well plat, evidence of water right and drilling plan are identical to the Kelly Canyon 5-8-16-22, with the exception of the directional drilling plan on the following pages.

**WIND RIVER II CORPORATION
KELLY CANYON #10-8-16-22
GRAND COUNTY, UTAH
SEC 8 T16S R22E**



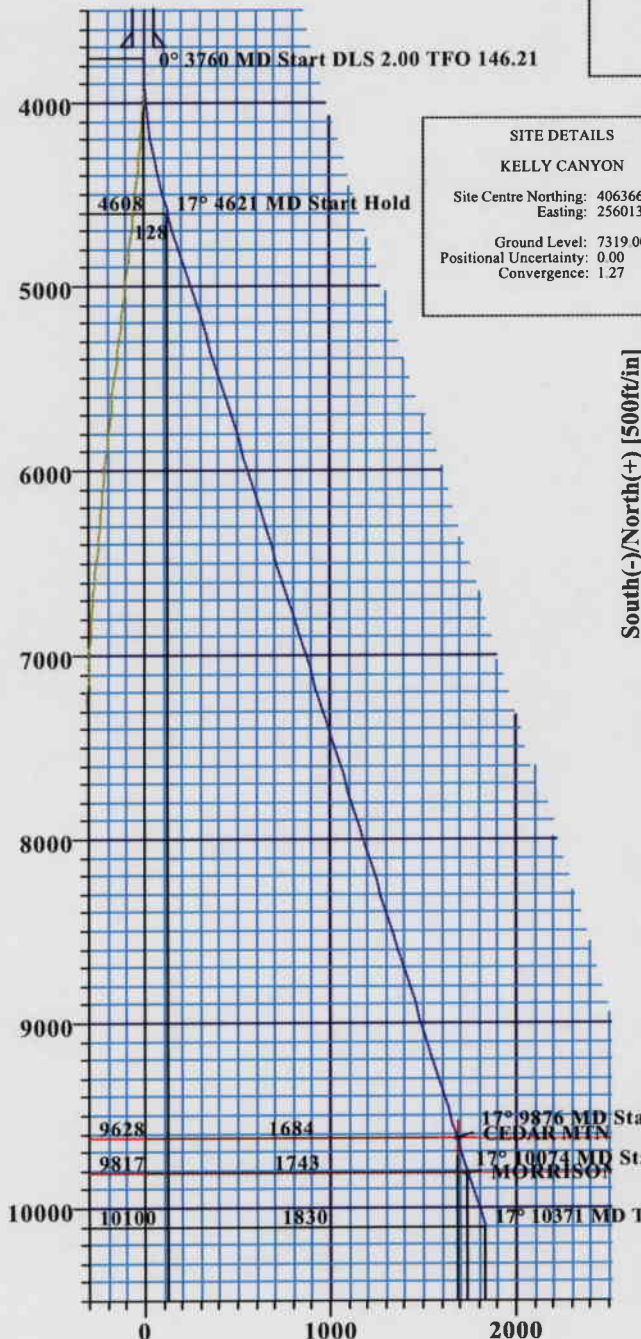
Weatherford



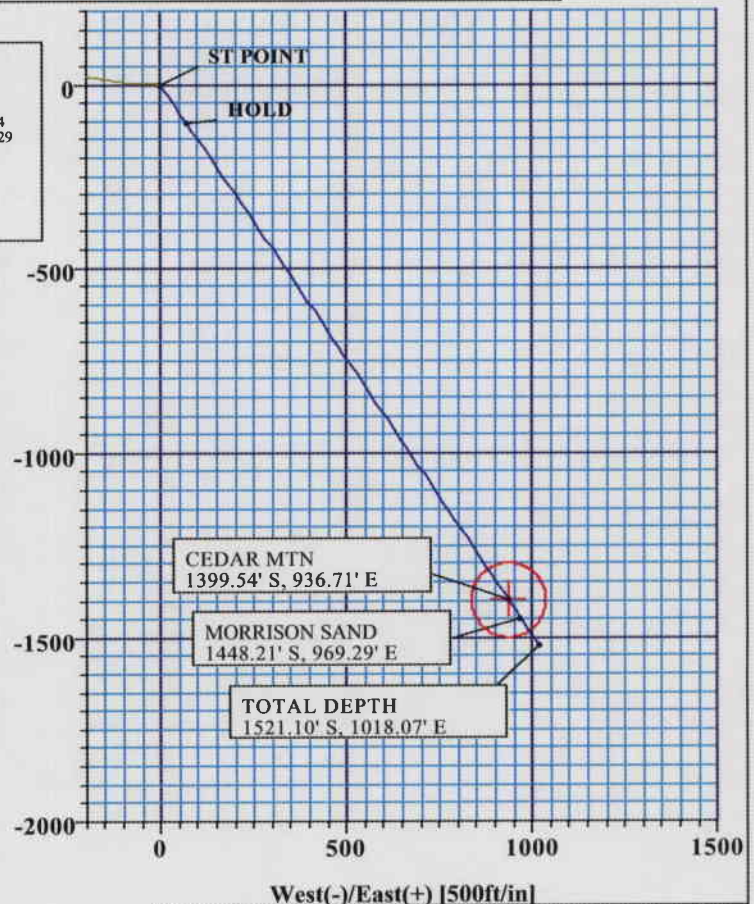
SECTION DETAILS										
Sec	MD	Inc	Azi	TVD	+N/-S	+E/-W	DLeg	TFace	VSec	Target
1	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	ST PT BUILD 2°/100'
2	3760.00	0.00	0.00	3760.00	0.00	0.00	0.00	0.00	0.00	HOLD
3	4620.91	17.22	146.21	4608.01	-106.70	71.41	2.00	146.21	128.39	CEDAR MTN
4	9876.43	17.22	146.21	9628.00	-1399.54	936.71	0.00	0.00	1684.08	MORRISON SD
5	10074.30	17.22	146.21	9817.00	-1448.21	969.29	0.00	0.00	1742.65	
6	10370.58	17.22	146.21	10100.00	-1521.10	1018.07	0.00	0.00	1830.36	TD

WELL DETAILS						
Name	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude
#5-8-16-22 PARENT WELL	0.00	0.00	406366.54	2560136.29	39°25'55.120N	109°31'00.289W

FORMATION TOP DETAILS			
No.	TVDPath	MDPath	Formation
1	9628.00	9876.43	CEDAR MTN
2	9817.00	10074.30	MORRISON SD



SITE DETAILS	
KELLY CANYON	
Site Centre Northing:	406366.54
Easting:	2560136.29
Ground Level:	7319.00
Positional Uncertainty:	0.00
Convergence:	1.27



FIELD DETAILS	
GRAND COUNTY, UTAH	
Geodetic System:	US State Plane Coordinate System 1927
Ellipsoid:	NAD27 (Clarke 1866)
Zone:	Utah, Central Zone
Magnetic Model:	bggm2005
System Datum:	Mean Sea Level
Local North:	Grid North
Plan: Plan #1 (#5-8-16-22 PARENT WELL/KELLY CANYON 10-8-16-22)	
Created By:	L WINCHELL
Checked:	
Reviewed:	
Approved:	
Date:	2/17/2006
Date:	
Date:	
Date:	

WEATHERFORD DRILLING SERVICES

Directional Plan Report

Company: WIND RIVER II CORPORATION	Date: 2/17/2006	Time: 11:32:05	Page: 1
Field: GRAND COUNTY, UTAH	Co-ordinate(NE) Reference:	Well: #5-8-16-22 PARENT WELL, Grid North	
Site: KELLY CANYON	Vertical (TVD) Reference:	SITE 7345.0	
Well: #5-8-16-22 PARENT WELL	Section (VS) Reference:	Well (0.00N,0.00E,146.21Azi)	
Wellpath: KELLY CANYON 10-8-16-22	Survey Calculation Method:	Minimum Curvature	Db: Sybase

Field: GRAND COUNTY, UTAH

Map System: US State Plane Coordinate System 1927
Geo Datum: NAD27 (Clarke 1866)
Sys Datum: Mean Sea Level

Map Zone: Utah, Central Zone
Coordinate System: Well Centre
Geomagnetic Model: bggm2005

Site: KELLY CANYON

Site Position:	Northing: 406366.54 ft	Latitude: 39 25 55.120 N
From: Map	Easting: 2560136.29 ft	Longitude: 109 31 0.289 W
Position Uncertainty: 0.00 ft		North Reference: Grid
Ground Level: 7319.00 ft		Grid Convergence: 1.27 deg

Well: #5-8-16-22 PARENT WELL

Slot Name:

Well Position: +N/-S 0.00 ft	Northing: 406366.54 ft	Latitude: 39 25 55.120 N
+E/-W 0.00 ft	Easting: 2560136.29 ft	Longitude: 109 31 0.289 W
Position Uncertainty: 0.00 ft		

Wellpath: KELLY CANYON 10-8-16-22

Current Datum: SITE	Height 7345.00 ft	Drilled From: 1	Tie-on Depth: 0.00 ft
Magnetic Data: 2/16/2006		Above System Datum: Mean Sea Level	
Field Strength: 52593 nT		Declination: 11.69 deg	
Vertical Section: Depth From (TVD)	+N/-S	Mag Dip Angle: 65.56 deg	
ft	ft	+E/-W	Direction
		ft	deg
0.00	0.00	0.00	146.21

Plan: Plan #1

Date Composed: 2/16/2006
Version: 1
Tied-to: From Surface

Principal: Yes

Plan Section Information

MD ft	Incl deg	Azim deg	TVD ft	+N/-S ft	+E/-W ft	DLS deg/100ft	Build deg/100ft	Turn deg/100ft	TFO deg	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
3760.00	0.00	0.00	3760.00	0.00	0.00	0.00	0.00	0.00	0.00	
4620.91	17.22	146.21	4608.01	-106.70	71.41	2.00	2.00	16.98	146.21	
9876.43	17.22	146.21	9628.00	-1399.54	936.71	0.00	0.00	0.00	0.00	CEDAR MTN
10074.30	17.22	146.21	9817.00	-1448.21	969.29	0.00	0.00	0.00	0.00	
10370.58	17.22	146.21	10100.00	-1521.10	1018.07	0.00	0.00	0.00	0.00	

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	DLS deg/100ft	MapN ft	MapE ft	Comment
3700.00	0.00	0.00	3700.00	0.00	0.00	0.00	0.00	406366.54	2560136.29	Case2 ST POINT
3760.00	0.00	0.00	3760.00	0.00	0.00	0.00	0.00	406366.54	2560136.29	
3800.00	0.80	146.21	3800.00	-0.23	0.16	0.28	2.00	406366.31	2560136.45	
3900.00	2.80	146.21	3899.94	-2.84	1.90	3.42	2.00	406363.70	2560138.19	
4000.00	4.80	146.21	3999.72	-8.35	5.59	10.05	2.00	406358.19	2560141.88	
4100.00	6.80	146.21	4099.20	-16.75	11.21	20.15	2.00	406349.79	2560147.50	
4200.00	8.80	146.21	4198.27	-28.03	18.76	33.72	2.00	406338.51	2560155.05	
4300.00	10.80	146.21	4296.81	-42.17	28.22	50.74	2.00	406324.37	2560164.51	
4400.00	12.80	146.21	4394.69	-59.16	39.60	71.19	2.00	406307.38	2560175.89	
4500.00	14.80	146.21	4491.80	-78.99	52.86	95.04	2.00	406287.55	2560189.15	
4600.00	16.80	146.21	4588.02	-101.61	68.01	122.27	2.00	406264.93	2560204.30	
4620.91	17.22	146.21	4608.01	-106.70	71.41	128.39	2.00	406259.84	2560207.70	HOLD
4700.00	17.22	146.21	4683.56	-126.15	84.43	151.80	0.00	406240.39	2560220.72	
4800.00	17.22	146.21	4779.07	-150.75	100.90	181.40	0.00	406215.79	2560237.19	
4900.00	17.22	146.21	4874.59	-175.35	117.36	211.00	0.00	406191.19	2560253.65	

WEATHERFORD DRILLING SERVICES

Directional Plan Report

Company: WIND RIVER II CORPORATION
Field: GRAND COUNTY, UTAH
Site: KELLY CANYON
Well: #5-8-16-22 PARENT WELL
Wellpath: KELLY CANYON 10-8-16-22

Date: 2/17/2006 Time: 11:32:05 Page: 2
Co-ordinate(NE) Reference: Well: #5-8-16-22 PARENT WELL, Grid North
Vertical (TVD) Reference: SITE 7345.0
Section (VS) Reference: Well (0.00N,0.00E,146.21Azi)
Survey Calculation Method: Minimum Curvature Db: Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	DLS deg/100ft	MapN ft	MapE ft	Comment
5000.00	17.22	146.21	4970.11	-199.95	133.83	240.60	0.00	406166.59	2560270.12	
5100.00	17.22	146.21	5065.63	-224.55	150.29	270.20	0.00	406141.99	2560286.58	
5200.00	17.22	146.21	5161.15	-249.15	166.76	299.80	0.00	406117.39	2560303.05	
5300.00	17.22	146.21	5256.67	-273.75	183.22	329.41	0.00	406092.79	2560319.51	
5400.00	17.22	146.21	5352.18	-298.35	199.68	359.01	0.00	406068.19	2560335.97	
5500.00	17.22	146.21	5447.70	-322.95	216.15	388.61	0.00	406043.59	2560352.44	
5600.00	17.22	146.21	5543.22	-347.55	232.61	418.21	0.00	406018.99	2560368.90	
5700.00	17.22	146.21	5638.74	-372.15	249.08	447.81	0.00	405994.39	2560385.37	
5800.00	17.22	146.21	5734.26	-396.75	265.54	477.41	0.00	405969.79	2560401.83	
5900.00	17.22	146.21	5829.78	-421.35	282.01	507.01	0.00	405945.19	2560418.30	
6000.00	17.22	146.21	5925.30	-445.95	298.47	536.61	0.00	405920.59	2560434.76	
6100.00	17.22	146.21	6020.81	-470.55	314.94	566.22	0.00	405895.99	2560451.23	
6200.00	17.22	146.21	6116.33	-495.15	331.40	595.82	0.00	405871.39	2560467.69	
6300.00	17.22	146.21	6211.85	-519.75	347.87	625.42	0.00	405846.79	2560484.16	
6400.00	17.22	146.21	6307.37	-544.35	364.33	655.02	0.00	405822.19	2560500.62	
6500.00	17.22	146.21	6402.89	-568.95	380.80	684.62	0.00	405797.59	2560517.09	
6600.00	17.22	146.21	6498.41	-593.55	397.26	714.22	0.00	405772.99	2560533.55	
6700.00	17.22	146.21	6593.92	-618.15	413.72	743.82	0.00	405748.39	2560550.01	
6800.00	17.22	146.21	6689.44	-642.75	430.19	773.42	0.00	405723.79	2560566.48	
6900.00	17.22	146.21	6784.96	-667.35	446.65	803.03	0.00	405699.19	2560582.94	
7000.00	17.22	146.21	6880.48	-691.95	463.12	832.63	0.00	405674.59	2560599.41	
7100.00	17.22	146.21	6976.00	-716.55	479.58	862.23	0.00	405649.99	2560615.87	
7200.00	17.22	146.21	7071.52	-741.14	496.05	891.83	0.00	405625.40	2560632.34	
7300.00	17.22	146.21	7167.03	-765.74	512.51	921.43	0.00	405600.80	2560648.80	
7400.00	17.22	146.21	7262.55	-790.34	528.98	951.03	0.00	405576.20	2560665.27	
7500.00	17.22	146.21	7358.07	-814.94	545.44	980.63	0.00	405551.60	2560681.73	
7600.00	17.22	146.21	7453.59	-839.54	561.91	1010.23	0.00	405527.00	2560698.20	
7700.00	17.22	146.21	7549.11	-864.14	578.37	1039.83	0.00	405502.40	2560714.66	
7800.00	17.22	146.21	7644.63	-888.74	594.83	1069.44	0.00	405477.80	2560731.12	
7900.00	17.22	146.21	7740.15	-913.34	611.30	1099.04	0.00	405453.20	2560747.59	
8000.00	17.22	146.21	7835.66	-937.94	627.76	1128.64	0.00	405428.60	2560764.05	
8100.00	17.22	146.21	7931.18	-962.54	644.23	1158.24	0.00	405404.00	2560780.52	
8200.00	17.22	146.21	8026.70	-987.14	660.69	1187.84	0.00	405379.40	2560796.98	
8300.00	17.22	146.21	8122.22	-1011.74	677.16	1217.44	0.00	405354.80	2560813.45	
8400.00	17.22	146.21	8217.74	-1036.34	693.62	1247.04	0.00	405330.20	2560829.91	
8500.00	17.22	146.21	8313.26	-1060.94	710.09	1276.64	0.00	405305.60	2560846.38	
8600.00	17.22	146.21	8408.77	-1085.54	726.55	1306.25	0.00	405281.00	2560862.84	
8700.00	17.22	146.21	8504.29	-1110.14	743.02	1335.85	0.00	405256.40	2560879.31	
8800.00	17.22	146.21	8599.81	-1134.74	759.48	1365.45	0.00	405231.80	2560895.77	
8900.00	17.22	146.21	8695.33	-1159.34	775.94	1395.05	0.00	405207.20	2560912.23	
9000.00	17.22	146.21	8790.85	-1183.94	792.41	1424.65	0.00	405182.60	2560928.70	
9100.00	17.22	146.21	8886.37	-1208.54	808.87	1454.25	0.00	405158.00	2560945.16	
9200.00	17.22	146.21	8981.89	-1233.14	825.34	1483.85	0.00	405133.40	2560961.63	
9300.00	17.22	146.21	9077.40	-1257.74	841.80	1513.45	0.00	405108.80	2560978.09	
9400.00	17.22	146.21	9172.92	-1282.34	858.27	1543.05	0.00	405084.20	2560994.56	
9500.00	17.22	146.21	9268.44	-1306.94	874.73	1572.66	0.00	405059.60	2561011.02	
9600.00	17.22	146.21	9363.96	-1331.54	891.20	1602.26	0.00	405035.00	2561027.49	
9700.00	17.22	146.21	9459.48	-1356.14	907.66	1631.86	0.00	405010.40	2561043.95	
9800.00	17.22	146.21	9555.00	-1380.74	924.13	1661.46	0.00	404985.80	2561060.42	
9876.43	17.22	146.21	9628.00	-1399.54	936.71	1684.08	0.00	404967.00	2561073.00	CEDAR MTN
9900.00	17.22	146.21	9650.51	-1405.34	940.59	1691.06	0.00	404961.20	2561076.88	
10000.00	17.22	146.21	9746.03	-1429.94	957.06	1720.66	0.00	404936.60	2561093.35	
10074.30	17.22	146.21	9817.00	-1448.21	969.29	1742.65	0.00	404918.33	2561105.58	MORRISON SD

WEATHERFORD DRILLING SERVICES

Directional Plan Report

Company: WIND RIVER II CORPORATION
Field: GRAND COUNTY, UTAH
Site: KELLY CANYON
Well: #5-8-16-22 PARENT WELL
Wellpath: KELLY CANYON 10-8-16-22

Date: 2/17/2006 Time: 11:32:05 Page: 3
Co-ordinate(NE) Reference: Well: #5-8-16-22 PARENT WELL, Grid North
Vertical (TVD) Reference: SITE 7345.0
Section (VS) Reference: Well (0.00N,0.00E,146.21Azi)
Survey Calculation Method: Minimum Curvature Db: Sybase

Survey

MD ft	Incl deg	Azim deg	TVD ft	N/S ft	E/W ft	VS ft	DLS deg/100ft	MapN ft	MapE ft	Comment
10100.00	17.22	146.21	9841.55	-1454.54	973.52	1750.26	0.00	404912.00	2561109.81	
10200.00	17.22	146.21	9937.07	-1479.14	989.98	1779.86	0.00	404887.40	2561126.27	
10300.00	17.22	146.21	10032.59	-1503.74	1006.45	1809.47	0.00	404862.80	2561142.74	
10370.58	17.22	146.21	10100.00	-1521.10	1018.07	1830.36	0.00	404845.44	2561154.36	TD

Targets

Name	Description Dip.	Dir.	TVD ft	+N/-S ft	+E/-W ft	Map Northing ft	Map Easting ft	← Latitude → Deg Min Sec	← Longitude → Deg Min Sec
CEDAR MTN			9628.00	-1399.54	936.71	404967.00	2561073.00	39 25 41.085 N	109 30 48.750 W
-Circle (Radius: 100)									
-Plan hit target									

Casing Points

MD ft	TVD ft	Diameter in	Hole Size in	Name
3700.00	3700.00	0.000	0.000	Case2

Annotation

MD ft	TVD ft	
3760.00	3760.00	ST POINT
4620.91	4608.01	HOLD
9876.43	9628.00	CEDAR MTN
10074.30	9817.00	MORRISON SD
10370.58	10100.00	TD



WIND RIVER II CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435)658-0195
Facsimile: (435)658-0194
Email: wrrc@mwutah.com

Marc T. Eckels – Vice President

February 17, 2006

Diana Whitney, Petroleum Technician
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Request for Location Exception
Kelly Canyon 10-8-16-22
SWNW Sec. 8-T16S-R22E (Surface Location)
NWSE Sec. 8-T16S-R22E (Bottom Hole Location)
Rock Spring Unit
Grand County

Dear Ms. Whitney:

An administrative location exception is requested for the Kelly Canyon 10-8-16-22 so that this vertical well can be located to penetrate a series of anomalies evident in the high resolution 3D seismic survey that Wind River II Corporation acquired in the field during the fall of 2004. We anticipate that the requested location will allow a single well bore to penetrate a combination of amplitude and structural anomalies in the Mancos Shale, Dakota and Cedar Mountain formations that would not be possible from any location within 200' of the center of the quarter-quarter section because of topography.

This directional well will be drilled from the original Kelly Canyon 5-8-16-22 location to reduce surface disturbance and cost by "re-using" the surface location and cased well bore to a depth of 3,692' to drill a new directional well.

The requested Bottom hole location is outside the allowed window in the NWSE Sec. 8. It is 1,808' from the nearest lease line, which is a boundary with another lease controlled by Wind River. The distance from the proposed bottom hole location to the closest minerals not leased to Wind River is approximately 2,472'.

Please call me if you have any questions or need additional information.

Marc T. Eckels
Vice President



WIND RIVER II CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435)658-0195
Facsimile: (435)658-0194
Email: wrrc@mwutah.com

Marc T. Eckels – Vice President

February 17, 2006

Dustin Doucet, Petroleum Engineer
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Directional Drilling / Location Exception
Kelly Canyon 10-8-16-22
senw Sec. 8-T16S-R22E
Grand County

Dear Mr. Doucet:

The attached portion of the Rock Spring Unit plat shows the Kelly Canyon 5-8-16-22 / 10-8-16-22 surface location in SITLA lease ML 47564. This lease includes the north half of adjacent Section 5 and all of sections 6, 7 and 8. The surface location is 2,025' FNL and 2,000' FWL. The bottom hole location of the new directional well will be 1,808' FSL and 2,472' FEL.

The closest lease line (to a lease not controlled by wind River II) to the bottom hole location is 2,472' to the east at the section line between sections 8 and 9. This is more than five times the required 460' distance.

The new directional well bore, the Kelly Canyon 10-8-16-22, is being drilled from the Kelly Canyon 5-8-16-22 surface location and surface casing shoe to reduce surface disturbance, reduce drilling costs, and explore a target over which a vertical could not be drilled due to topography.

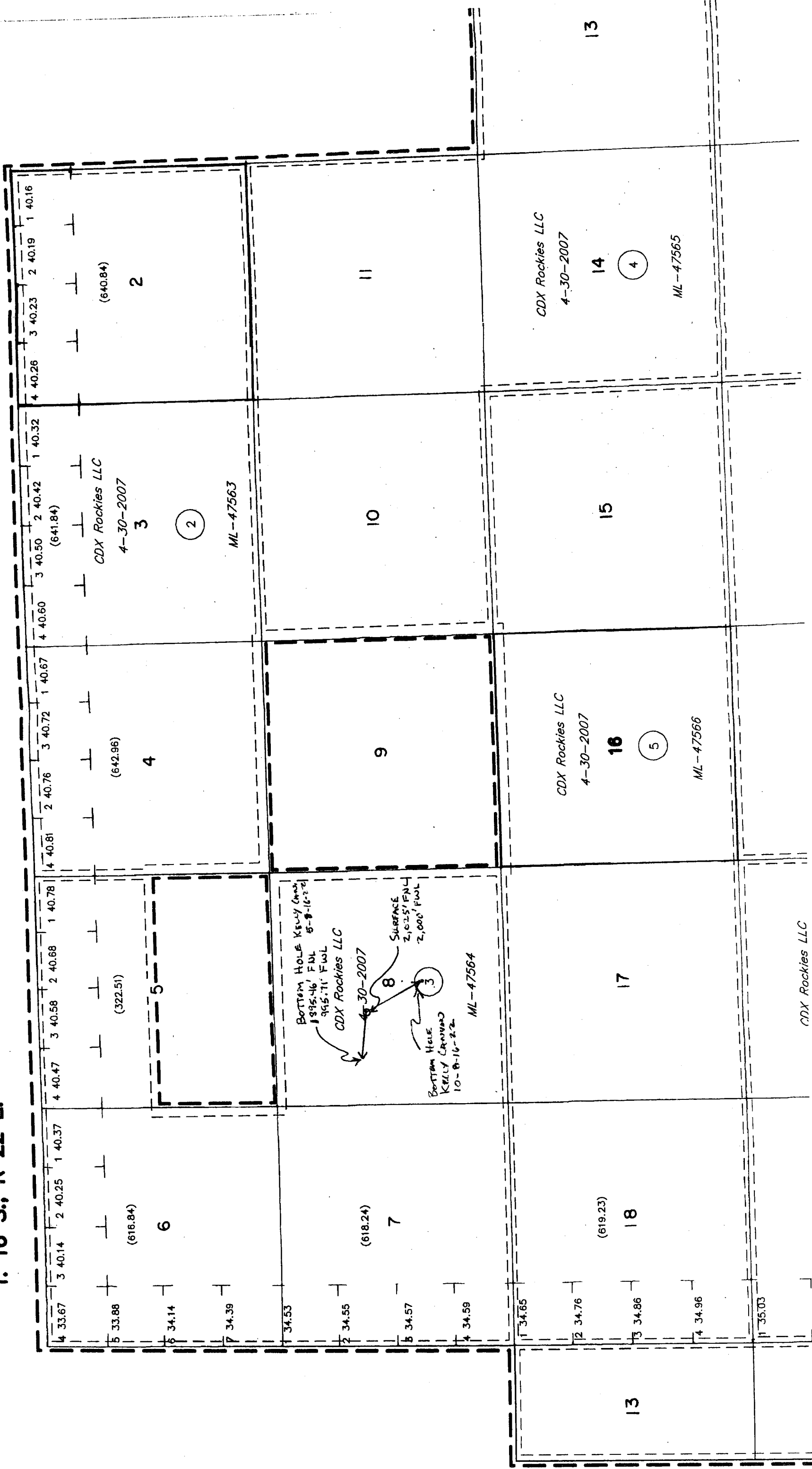
Please let me know if you have any questions or need additional information.

Sincerely

Marc T. Eckels
Vice President

Exhibit "A" ROCK SPRING UNIT AREA Grand County Utah

T. 16 S., R 22 E.





WIND RIVER II CORPORATION

Claim Jumper Building
572 Park Avenue, 2nd Floor
P.O. Box 1540
Park City, Utah 84060
Telephone: (435)658-0195
Facsimile: (435)658-0194
Email: wrrc@mwutah.com

Marc T. Eckels – Vice President

February 17, 2006

Dustin Doucet, Petroleum Engineer
Utah Division of Oil, Gas & Mining
P. O. Box 145801
Salt Lake City, UT 84114-5801

Re: Kelly Canyon 10-8-16-22
senw Sec. 8-T16S-R22E
Grand County

Dear Mr. Doucet:

As we discussed earlier today, we are presently deepening the Kelly Canyon 5-8-16-22 by 250' in order to penetrate the deepest of our geologic targets. There is apparently a velocity gradient between our first well and this location, and our prognosis was shallow by about 150', according to logs run on February 14th.

Unless this additional drilling finds a gas accumulation that appears to justify completion the Kelly Canyon 5-8-16-22 may be a dry hole. If this is the case we will probably make that determination over the upcoming long weekend. In an effort to avoid delays and rig standby I am submitting the following documents and requesting that you give us verbal approval plug the existing westward directional well bore back to the surface casing shoe at 3,692' and to begin drilling another directional well bore from that depth to the southeast. Attached are:

Sundry Notice for P&A of Kelly Canyon 5-8-16-22;
Application for Permit to Drill the new Kelly Canyon 10-8-16-22 from the existing Cased surface hole, with amended production casing cement program a new directional drilling plan;
A directional drilling letter;
A location exception letter

Our well-numbering scheme is based on the location of the producing horizon, with the forty-acre quarter-quarter sections numbered back and forth from the top

right section corner. The bottom hole location of the Kelly Canyon 5-8-16-22 is in the SWNW (#5 forty in Section 8-T16S-R22E), whereas the bottom hole location for the Kelly Canyon 10-8-16-22 will be in the NWSE (#10 forty) in the same section. We will use the new well name because it is consistent with our system and because it will allow future differentiation of logs and other well data to be based on different well numbers. It is my understanding that the API number will not change because the surface location will not change.

We greatly appreciate any help that you and the Division staff can provide in this regard. With our actual daily rig standby cost on the order of \$22,000 we obviously would like to keep the rig working.

Assuming that you can provide the requested verbal approval to proceed with plugging the first directional bore and starting the new one, we will of course provide whatever additional documentation or information you request after your office reopens on Tuesday.

Sincerely yours,



Marc T. Eckels

Marc T. Eckels

From: Dustin Doucet [dustindoucet@utah.gov]
Sent: Thursday, February 15, 2007 1:36 PM
To: marceckels@windrivercompanies.com
Subject: Fwd: Kelly Canyon 10-8-16-22

I sent this to your generic email, not sure if you got it or not.

>>> Dustin Doucet 2/13/2007 10:24 AM >>>
Marc,

Carol had asked me to figure out what was going on with this well. For some reason we still have this listed as the 5-8. This needs to be changed in our system. I remember you hand delivering the paperwork on this but somehow the following info got misplaced or didn't make it to the file (from your cover letter on February 17, 2006):

APD with new dx survey, casing program, directional drilling letter and exeption letter.

Not sure what happened to this, but this may explain why this didn't get changed in our system. If you have a copy of this paperwork, could you please forward it to me so we can get it into the well file. I will make sure the name change takes place. Thanks and sorry for the confusion.

Dustin

Dustin K. Doucet
Petroleum Engineer
Utah Division of Oil, Gas and Mining
Oil and Gas Program
1594 West North Temple, Suite 1210
Salt Lake City, UT 84116

Phone: (801) 538-5281
fax: (801) 359-3940
email: dustindoucet@utah.gov



WIND RIVER II CORPORATION

1245 Brickyard Road
Brickyard Tower, Suite 110
Salt Lake City, Utah 84106
Telephone: (801)466-4131
Facsimile: (801)466-4132
Email: utah@windrivercompanies.com

Marc T. Eckels – Vice President

*T 16S R22E S-08
43-019-31458*

June 1, 2007

Carol Daniels, Well Information Specialist
Utah Division of Oil, Gas & Mining
P.O. Box 145801
Salt Lake City, UT 84114-5801

Re: Notice – Drilling Wells Not Reported As Completed
Kelly Canyon 10-8-16-22
Three Pines 14-117-16-23

Dear Carol,

Although the two wells listed above were drilled in 2005 and 2006, they have not been finally completed due to unavailability of a pipeline in the area. Fortunately, our long wait is about over and we will be able to connect to the new Uinta Basin Field Service pipeline during the next few weeks. This line is a JV between Questar and the Ute Tribe.

Completion reports will be filed upon the completion and testing of these wells, as well as the Snowshoe 4-15-16-22, which we just drilled in the same area.

Please feel free to call me if you have questions or need additional information.

Sincerely,



Marc T. Eckels

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DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL ☐ GAS WELL ☒ OTHER _____

2. NAME OF OPERATOR:
Wind River II Corporation

3. ADDRESS OF OPERATOR:
1245 E. Brickyard Rd., #110 CITY Salt Lake City STATE UT ZIP 84106

PHONE NUMBER:
801-466-4131

4. LOCATION OF WELL
FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FWL

COUNTY: Grand

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SWNW 8 16 22E SL B & M

STATE: UTAH

5. LEASE DESIGNATION AND SERIAL NUMBER:
ML 47564

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

7. UNIT or CA AGREEMENT NAME:
Rock Spring Unit

8. WELL NAME and NUMBER:
Kelly Canyon 10-8-16-22

9. API NUMBER:
4301931458

10. FIELD AND POOL, OR WILDCAT:
Wildcat

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

☒ NOTICE OF INTENT
(Submit in Duplicate)
Approximate date work will start:

☐ SUBSEQUENT REPORT
(Submit Original Form Only)
Date of work completion:

TYPE OF ACTION

- | | | |
|---|---|--|
| <input type="checkbox"/> ACIDIZE | <input type="checkbox"/> DEEPEN | <input type="checkbox"/> REPERFORATE CURRENT FORMATION |
| <input type="checkbox"/> ALTER CASING | <input type="checkbox"/> FRACTURE TREAT | <input type="checkbox"/> SIDETRACK TO REPAIR WELL |
| <input type="checkbox"/> CASING REPAIR | <input type="checkbox"/> NEW CONSTRUCTION | <input type="checkbox"/> TEMPORARILY ABANDON |
| <input type="checkbox"/> CHANGE TO PREVIOUS PLANS | <input type="checkbox"/> OPERATOR CHANGE | <input type="checkbox"/> TUBING REPAIR |
| <input type="checkbox"/> CHANGE TUBING | <input type="checkbox"/> PLUG AND ABANDON | <input type="checkbox"/> VENT OR FLARE |
| <input type="checkbox"/> CHANGE WELL NAME | <input type="checkbox"/> PLUG BACK | <input type="checkbox"/> WATER DISPOSAL |
| <input type="checkbox"/> CHANGE WELL STATUS | <input type="checkbox"/> PRODUCTION (START/RESUME) | <input type="checkbox"/> WATER SHUT-OFF |
| <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS | <input type="checkbox"/> RECLAMATION OF WELL SITE | <input checked="" type="checkbox"/> OTHER: Request extension for reserve pit reclamation |
| <input type="checkbox"/> CONVERT WELL TYPE | <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION | |

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The completion of this well has not yet been finished. The operator hereby requests an extension of the time to leave the reserve pit open until the well has been completed. It is anticipated that this will occur within 60 days.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 8/30/07
By: Dan Fenn

NAME (PLEASE PRINT) Marc T. Eckels

TITLE Vice President

SIGNATURE

DATE August 24, 2007

(This space for State use only)

COPY SENT TO OPERATOR
DATE 8-30-07
BY RM

NOTICE

Utah Oil and Gas Conservation General Rule R649-3-21 states that,

- A well is considered completed when the well has been adequately worked to be capable of producing oil or gas or when well testing as required by the division is concluded.
- Within 30 days after the completion or plugging of a well, the following shall be filed:
 - Form 8, Well Completion or Recompletion Report and Log
 - A copy of electric and radioactivity logs, if run
 - A copy of drillstem test reports,
 - A copy of formation water analyses, porosity, permeability or fluid saturation determinations
 - A copy of core analyses, and lithologic logs or sample descriptions if compiled
 - A copy of directional, deviation, and/or measurement-while-drilling survey for each horizontal well

Failure to submit reports in a timely manner will result in the issuance of a Notice of Violation by the Division of Oil, Gas and Mining, and may result in the Division pursuing enforcement action as outlined in Rule R649-10, Administrative Procedures, and Section 40-6-11 of the Utah Code.

As of the mailing of this notice, the division has not received the required reports for

Operator: Wind River II Corporation

Today's Date: 09/18/2007

Well:	API Number:	Drilling Commenced:
Kelly Cyn 10-8-16-22 drlg/wcr	4301931458	02/22/2006
Three Pines 14-17-16-23 drlg/wcr	4301931457	11/14/2005
Snowshoe 4-15-16-22 drlg/wcr	4301931510	03/28/2007

To avoid compliance action, required reports should be mailed within 7 business days to:

Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P.O. Box 145801
Salt Lake City, Utah 84114-5801

If you have questions or concerns regarding this matter, please call (801) 538-5284.

cc: Well File
Compliance File

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

FORM APPROVED
OMB NO. 1004-0137
Expires: March 31, 2007

1a. Type of Well <input type="checkbox"/> Oil Well <input checked="" type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other		5. Lease Serial No. ML 47564							
b. Type of Completion: <input checked="" type="checkbox"/> New Well <input type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr., Other _____		6. If Indian, Allottee or Tribe Name							
2. Name of Operator Wind River II Corporation		7. Unit or CA Agreement Name and No. Rock Spring Unit							
3. Address 1245 E. Brickyard Rd, Suite 110; Salt Lake City, Utah 84106		8. Lease Name and Well No. Kelly Canyon 10-8-16-22							
3a. Phone No. (include area code) 801-466-4131		9. AFI Well No. 4301931458							
4. Location of Well (Report location clearly and in accordance with Federal requirements)* At surface 2,025' FNL & 2,000' FWL Sec. 8-T16S-R22E At top prod. interval reported below 1891' FSL & 2388' FEL Sec. 8-T16S-R22E At total depth 1840' FSL & 2322' FEL Sec. 8-T16S-R22E		10. Field and Pool, or Exploratory Wildcat							
14. Date Spudded 12/5/2005		15. Date T.D. Reached 3/24/2006							
16. Date Completed 6/29/2007 <input type="checkbox"/> D & A <input checked="" type="checkbox"/> Ready to Prod.		17. Elevations (DF, RKB, RT, GL)* RKB 7339'							
18. Total Depth: MD 10,376' TVD 10,119' / 10112		19. Plug Back T.D.: MD 10,297' TVD 10,040' / 10036							
20. Depth Bridge Plug Set: MD TVD		21. Type Electric & Other Mechanical Logs Run (Submit copy of each) Triple Combo, Gamma Ray; BHC Sonic, Gamma Ray; Spectral Gamma Ray; Directional Survey; & CBL MUD							
22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit report) Directional Survey? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes (Submit copy)									
23. Casing and Liner Record (Report all strings set in well)									
Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sk. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
12.25"	9.63" J55	36#	Surface	3690'		960 G	281	Surface	
7.88"	5.5" P110	17#	Surface	10,365'		886 50/50 Poz	232	4720' (CBL)	
						w N2			
						87 sx 50/50 Poz	26		
						Cap w 75 sx G	21		
24. Tubing Record									
Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	
2.38"	9888'	na							
25. Producing Intervals									
Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status			
A) Cedar Mountain	9,907'	10,027'	9925-9945' MD	0.45	80	Open			
B)									
C)									
D)									
26. Perforation Record									
27. Acid, Fracture, Treatment, Cement Squeeze, etc.									
Depth Interval		Amount and Type of Material							
9925-9945' MD		35,000# 20/40 Tempered LC Sand injected with a CO2 foam							
28. Production - Interval A									
Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
6/30/2007	8/1/2007	6	→				na	0.7	Flowing
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	
16/64"	SI 150	350	→	0	200	1	na		Shut-in awaiting further completions. No sales line.
28a. Production - Interval B									
Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

*(See instructions and spaces for additional data on page 2)

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DIV. OF OIL, GAS & MINING

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production →	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press. Flwg. SI	Csg. Press.	24 Hr. Rate →	Oil BBL	Gas MCF	Water BBL	Gas/Oil Ratio	Well Status	

29. Disposition of Gas (Sold, used for fuel, vented, etc.)

Vented

30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top Meas. Depth
Green River Wasatch Mancos Dakota Silt Dakota SS Cedar Mountain Morrison	Surface 3500' 9110' 9666' 9755' 9907' 10,100'	1832' 3550' 9480' 9755' 9907' 10027' 10,250'	Sands with two small gas shows Sand w small gas show Shale w numerous gas shows to 10,000 units Silt w 2000 u, 4300 u, & 3300 u gas shows Sands w several 400 u gas shows Sands w 3 gas shows from 800 to 1300 u Sands w multiple 400 u gas shows	Green River Wasatch Mesa Verde Castlegate Mancos Dakota Silt Dakota SS Cedar Mountain Morrison	Surface 1,832' 3,630' 5,749' 5,963' 9,666' 9,755' 9,907' 10,027'

32. Additional remarks (include plugging procedure):

The Kelly Canyon 10-8-16-22 (KC 10-8) well shares the first 3700' with the Kelly Canyon 5-8-16-22 (KC 5-8) well. That well was abandoned because of poor indications on the logs. The KC 10-8 was drilled by kicking out of the KC 5-8 at about 3800' and drilling directionally to the southeast. The mudlog for the KC 10-8 extends from about 8750' to the TD. After perforating and fracing the Cedar Mountain formation, testing showed production capacity for just 200 mcf/d. This is insufficient to justify building a sales line that would need to be about 10 miles long. We hope that completions in other zones will generate sufficient capacity for a sales line.

33. Indicate which items have been attached by placing a check in the appropriate boxes:

- ☒ Electrical/Mechanical Logs (1 full set req'd.)
 ☒ Geologic Report
 ☐ DST Report
 ☒ Directional Survey
☐ Sundry Notice for plugging and cement verification
☐ Core Analysis
☐ Other:

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions)*

Name (please print) Richard L. Christiansen Title VP-EngineeringSignature  Date 21 September 2007

Title 18 U.S.C Section 1001 and Title 43 U.S.C Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.



COMPUTALOG

Drilling Services

Client : Wind River II Corporation
Well : Kelly Canyon #10-8-16-22
Location : Kelly Canyon
License :

Page: 1
Date : 3/20/2006
File :

UWI #:

Vertical Section Calculated Along Azimuth 146.21°

KB Elevation = 7339.00ft GR. Elevation = 7319.00ft

	MD	Inc	Azi	TVD	North	East	V'Sect	D'Leg	Build	Turn
	ft	deg	deg	ft	ft	ft	ft	%/100	%/100	%/100
0	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
1	3730.00	0.19	99.41	3729.99	-1.01	6.10	4.23	0.01	0.01	2.67
2	3867.00	1.50	259.66	3866.98	-1.37	4.56	3.68	1.23	0.96	116.97
3	3902.00	1.44	262.04	3901.97	-1.51	3.68	3.30	0.24	-0.17	6.80
4	3933.00	1.56	267.41	3932.96	-1.59	2.87	2.91	0.60	0.39	17.32
5	3984.00	2.19	274.41	3963.94	-1.56	1.86	2.33	2.16	2.03	22.58
6	4026.00	0.25	170.04	4025.93	-1.60	0.70	1.72	3.65	-3.13	-168.34
7	4057.00	1.31	131.04	4056.92	-1.90	0.98	2.12	3.63	3.42	-125.81
8	4089.00	1.88	126.66	4088.91	-2.45	1.67	2.97	1.82	1.78	-13.69
9	4120.00	2.13	127.54	4119.89	-3.11	2.54	4.00	0.81	0.81	2.84
10	4212.00	4.44	135.16	4211.73	-6.68	6.41	9.11	2.55	2.51	8.28
11	4275.00	6.31	137.91	4274.45	-10.98	10.45	14.93	3.00	2.97	4.37
12	4337.00	8.06	141.29	4335.97	-16.90	15.45	22.63	2.90	2.82	5.45
13	4399.00	9.75	146.54	4397.22	-24.67	21.06	32.21	3.02	2.73	8.47
14	4461.00	11.44	147.41	4458.16	-34.23	27.27	43.61	2.74	2.73	1.40
15	4553.00	12.19	146.29	4548.21	-50.00	37.57	62.45	0.85	0.82	-1.22
16	4615.00	13.13	145.79	4608.70	-61.27	45.17	76.04	1.53	1.52	-0.81
17	4676.00	14.13	146.29	4667.98	-73.19	53.19	90.41	1.65	1.64	0.82
18	4738.00	15.56	146.16	4727.91	-86.39	62.03	106.29	2.31	2.31	-0.21
19	4800.00	16.50	144.79	4787.50	-100.49	71.73	123.41	1.63	1.52	-2.21
20	4862.00	17.56	144.66	4846.78	-115.32	82.22	141.56	1.71	1.71	-0.21
21	4924.00	17.88	143.79	4905.84	-130.63	93.25	160.42	0.67	0.52	-1.40
22	4987.00	18.13	143.91	4965.75	-146.35	104.74	179.88	0.40	0.40	0.19
23	5049.00	18.44	143.79	5024.62	-162.06	116.21	199.32	0.50	0.50	-0.19
24	5111.00	18.69	143.66	5083.40	-177.97	127.89	219.04	0.41	0.40	-0.21
25	5205.00	17.38	143.91	5172.78	-201.45	145.09	248.11	1.40	-1.39	0.27
26	5268.00	16.88	144.79	5232.98	-216.53	155.91	266.66	0.89	-0.79	1.40
27	5330.00	16.38	145.29	5292.39	-231.07	166.07	284.40	0.84	-0.81	0.81
28	5392.00	17.13	146.41	5351.75	-245.86	176.10	302.27	1.32	1.21	1.81
29	5454.00	17.75	147.54	5410.90	-261.44	186.23	320.85	1.14	1.00	1.82
30	5517.00	18.06	148.16	5470.85	-277.84	196.53	340.21	0.58	0.49	0.98
31	5578.00	18.13	148.54	5528.84	-293.97	206.47	359.14	0.22	0.11	0.62
32	5641.00	17.94	149.79	5588.74	-310.71	216.47	378.62	0.68	-0.30	1.98
33	5703.00	18.25	148.79	5647.67	-327.27	226.31	397.85	0.71	0.50	-1.61
34	5765.00	18.63	148.29	5706.49	-344.00	236.54	417.44	0.66	0.61	-0.81

**COMPUTALOG**

Drilling Services

Client : Wind River II Corporation
 Well : Kelly Canyon #10-8-16-22
 Location : Kelly Canyon
 License :

UWI #:

Page: 2
 Date: 3/20/2006
 File :

Vertical Section Calculated Along Azimuth 146.21°

KB Elevation = 7339.00ft GR. Elevation = 7319.00ft

	MD ft	Inc deg	Azi deg	TVD ft	North ft	East ft	V'Sect ft	D'Leg °/100	Build °/100	Turn °/100
35	5825.00	18.13	147.75	5763.43	-360.04	246.56	436.35	0.88	-0.83	-0.90
36	5887.00	17.81	147.66	5822.41	-376.21	256.78	455.47	0.52	-0.52	-0.15
37	5948.00	18.13	148.16	5880.43	-392.16	266.78	474.28	0.58	0.52	0.82
38	6010.00	17.94	149.66	5939.38	-408.59	276.69	493.46	0.81	-0.31	2.42
39	6072.00	18.19	150.66	5998.33	-425.27	286.26	512.64	0.64	0.40	1.61
40	6134.00	18.31	152.66	6057.21	-442.36	295.47	531.96	1.03	0.19	3.23
41	6196.00	18.19	154.04	6116.09	-459.71	304.18	551.23	0.72	-0.19	2.23
42	6258.00	18.69	152.79	6174.91	-477.25	312.96	570.68	1.03	0.81	-2.02
43	6321.00	18.63	149.91	6234.60	-494.93	322.62	590.75	1.47	-0.10	-4.57
44	6383.00	17.88	148.91	6293.48	-511.65	332.50	610.14	1.31	-1.21	-1.61
45	6446.00	17.56	145.91	6353.49	-527.80	342.82	629.31	1.54	-0.51	-4.76
46	6509.00	18.25	145.79	6413.44	-543.83	353.89	648.67	1.10	1.10	-0.19
47	6571.00	18.38	145.29	6472.30	-559.89	364.72	668.16	0.33	0.21	-0.81
48	6633.00	18.94	145.04	6531.04	-576.18	376.05	687.99	0.91	0.90	-0.40
49	6695.00	19.38	145.66	6589.60	-592.92	387.62	708.34	0.78	0.71	1.00
50	6758.00	18.88	146.16	6649.12	-610.01	399.19	728.98	0.84	-0.79	0.79
51	6819.00	17.38	146.41	6707.09	-625.80	409.73	747.96	2.46	-2.46	0.41
52	6882.00	15.88	146.66	6767.46	-640.84	419.67	765.99	2.38	-2.38	0.40
53	6975.00	14.31	147.04	6857.25	-661.12	432.92	790.21	1.69	-1.69	0.41
54	7036.00	12.63	145.91	6916.57	-672.96	440.76	804.42	2.79	-2.75	-1.85
55	7100.00	12.25	146.91	6979.06	-684.45	448.39	818.20	0.68	-0.59	1.56
56	7163.00	11.94	149.79	7040.66	-695.68	455.31	831.39	1.08	-0.49	4.57
57	7223.00	12.31	150.79	7099.33	-706.63	461.56	843.96	0.71	0.62	1.67
58	7285.00	12.50	152.16	7159.88	-718.33	467.92	857.22	0.56	0.31	2.21
59	7347.00	13.50	149.16	7220.29	-730.47	474.76	871.12	1.95	1.61	-4.84
60	7408.00	14.06	146.66	7279.53	-742.78	482.48	885.64	1.34	0.92	-4.10
61	7470.00	15.25	147.91	7339.52	-755.98	490.95	901.32	1.99	1.92	2.02
62	7533.00	15.75	151.79	7400.23	-770.53	499.40	918.12	1.83	0.79	6.16
63	7657.00	16.50	148.16	7519.35	-800.32	516.64	952.47	1.01	0.60	-2.93
64	7719.00	15.94	151.16	7578.88	-815.26	525.40	969.75	1.63	-0.90	4.84
65	7781.00	16.56	148.66	7638.41	-830.27	534.10	987.06	1.51	1.00	-4.03
66	7843.00	19.19	145.66	7697.41	-846.23	544.44	1006.08	4.49	4.24	-4.84
67	7905.00	17.63	143.91	7756.24	-862.23	555.72	1025.65	2.67	-2.52	-2.82
68	7967.00	16.50	145.79	7815.51	-877.10	566.20	1043.84	2.03	-1.82	3.03
69	8028.00	17.00	147.16	7873.92	-891.76	575.91	1061.42	1.04	0.82	2.25

**COMPUTALOG**

Drilling Services

Client : Wind River II Corporation
 Well : Kelly Canyon #10-8-16-22
 Location : Kelly Canyon
 License :

UWI #:

Page: 3
 Date : 3/20/2006
 File :

Vertical Section Calculated Along Azimuth 146.21°

KB Elevation = 7339.00ft GR. Elevation = 7319.00ft

	MD ft	Inc deg	Azi deg	TVD ft	North ft	East ft	V'Sect ft	D'Leg °/100	Build °/100	Turn °/100
70	8091.00	18.31	145.91	7933.95	-907.69	586.45	1080.52	2.16	2.08	-1.98
71	8153.00	19.56	146.41	7992.59	-924.40	597.65	1100.64	2.03	2.02	0.81
72	8215.00	18.19	145.79	8051.26	-941.05	608.84	1120.70	2.23	-2.21	-1.00
73	8277.00	18.38	145.04	8110.13	-957.07	619.88	1140.14	0.49	0.31	-1.21
74	8340.00	19.00	145.79	8169.80	-973.69	631.34	1160.33	1.06	0.98	1.19
75	8402.00	19.75	147.41	8228.29	-990.86	642.65	1180.90	1.49	1.21	2.61
76	8464.00	20.00	148.66	8286.60	-1008.74	653.81	1201.96	0.80	0.40	2.02
77	8526.00	20.31	148.41	8344.80	-1026.96	664.96	1223.31	0.52	0.50	-0.40
78	8589.00	20.56	147.29	8403.84	-1045.58	676.67	1245.29	0.74	0.40	-1.78
79	8650.00	20.81	146.79	8460.91	-1063.66	688.39	1266.84	0.50	0.41	-0.82
80	8734.00	20.75	146.79	8539.44	-1088.60	704.71	1296.64	0.07	-0.07	0.00
81	8795.00	19.35	147.54	8596.74	-1106.17	716.05	1317.55	2.33	-2.30	1.23
82	8857.00	17.94	142.66	8655.49	-1122.43	727.36	1337.35	3.39	-2.27	-7.87
83	8920.00	17.56	139.41	8715.50	-1137.36	739.43	1356.47	1.68	-0.60	-5.16
84	8982.00	18.00	138.41	8774.53	-1151.62	751.87	1375.25	0.86	0.71	-1.61
85	9042.00	18.44	143.66	8831.53	-1166.20	763.65	1393.91	2.83	0.73	8.75
86	9104.00	17.75	145.79	8890.46	-1181.92	774.78	1413.16	1.54	-1.11	3.44
87	9166.00	18.69	147.91	8949.36	-1198.15	785.37	1432.54	1.85	1.52	3.42
88	9227.00	18.81	147.66	9007.12	-1214.74	795.82	1452.14	0.24	0.20	-0.41
89	9289.00	16.50	146.04	9066.19	-1230.49	806.09	1470.94	3.81	-3.73	-2.61
90	9351.00	15.69	142.29	9125.76	-1244.42	816.13	1488.11	2.13	-1.31	-6.05
91	9413.00	16.00	140.54	9185.41	-1257.65	826.69	1504.98	0.92	0.50	-2.82
92	9475.00	16.13	141.66	9244.99	-1271.01	837.46	1522.07	0.54	0.21	1.81
93	9538.00	13.00	139.66	9305.96	-1283.27	847.48	1537.83	5.03	-4.97	-3.17
94	9600.00	14.25	137.66	9366.21	-1294.23	857.14	1552.31	2.15	2.02	-3.23
95	9662.00	18.38	134.54	9425.70	-1306.73	869.25	1569.43	6.81	6.66	-5.03
96	9724.00	17.69	132.91	9484.66	-1320.00	883.12	1588.18	1.38	-1.11	-2.63
97	9787.00	16.44	130.54	9544.88	-1332.31	896.90	1606.07	2.27	-1.98	-3.76
98	9831.00	15.63	130.04	9587.17	-1340.17	906.17	1617.76	1.87	-1.84	-1.14

Bottom Hole Closure 1617.78ft Along Azimuth 145.94°

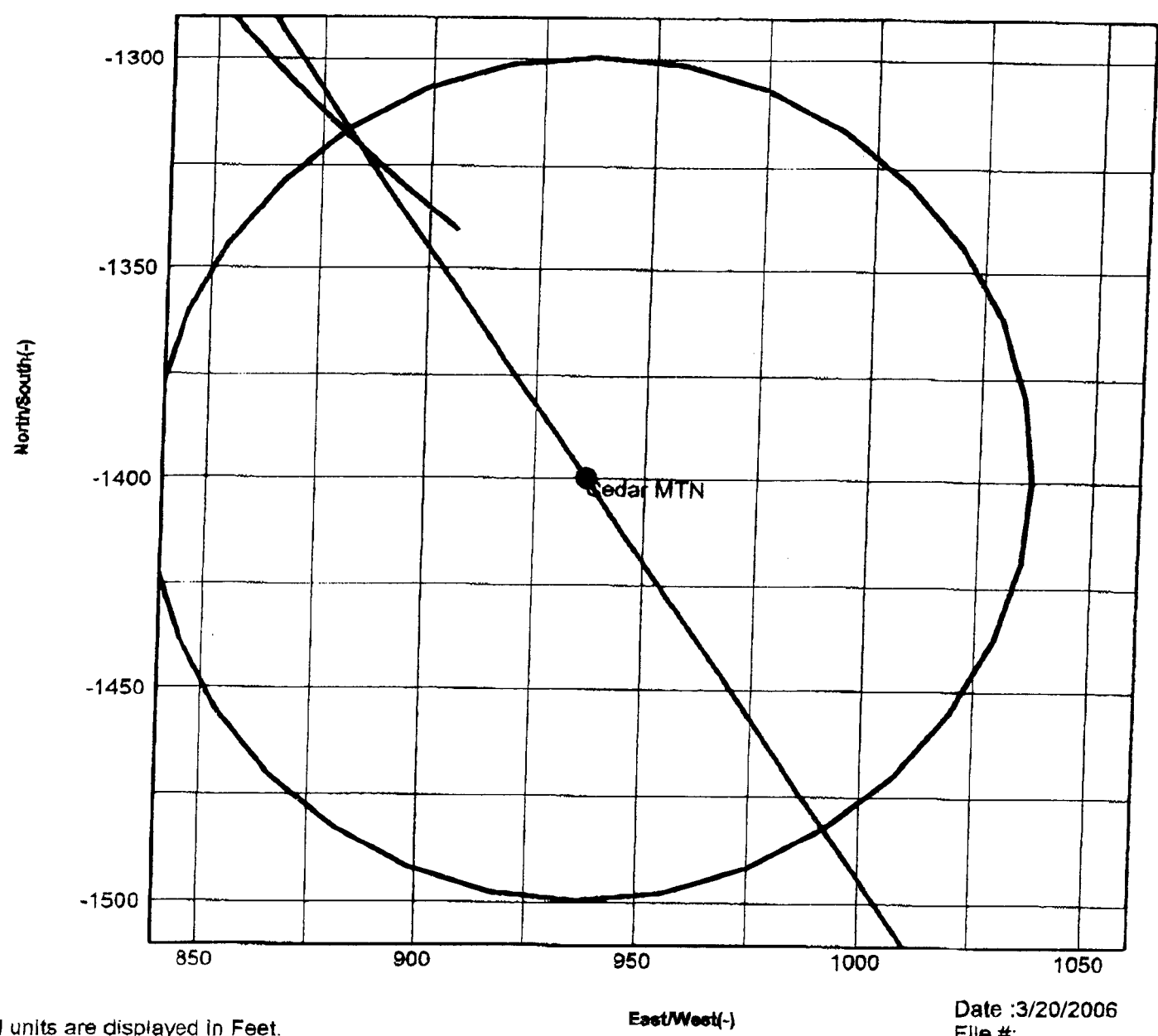


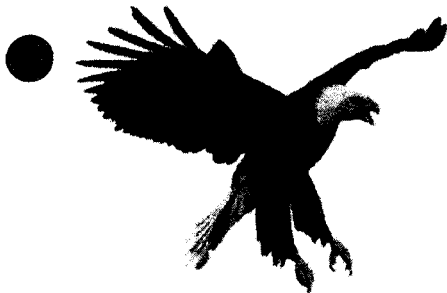
COMPUTALOG
Drilling Services

Plan View Kelly Canyon #10-8-16-22

— Sidetrack

— PLAN





WIND RIVER III, LLC

1245 E Brickyard Road
Brickyard Tower, Suite 110
Salt Lake City, Utah 84106
Telephone: (801) 466-4131
Facsimile: (801) 466-4132
Email: utah@windrivercompanies.com

Marc T. Eckels – Vice President

September 4, 2008

Dustin K. Doucet, Petroleum Engineer
Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Salt Lake City, UT 84116

43.019.31458

Re: Notice of First Production
Kelly Canyon 10-8-16-22
SENW Sec. 8-T16S-R22E
Grand County

Dear Dustin,

Enclosed are two copies of a Sundry Notice announcing the first production for the above-captioned well. The Completion Report was filed nearly a year ago. We finally have a suitable pipeline connection for the Rock Spring Unit wells, and this is the first to go on line.

Please call me if you have any questions.

Sincerely,


Marc T. Eckels

RECEIVED

SEP 09 2008

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:

ML 47564

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

Rock Spring Unit

8. WELL NAME and NUMBER:

Kelly Canyon 10-8-16-22

9. API NUMBER:

4301931458

10. FIELD AND POOL, OR WILDCAT:

Wildcat

1. TYPE OF WELL

OIL WELL ☐

GAS WELL ☒

OTHER

2. NAME OF OPERATOR:

Wind River II Corporation

3. ADDRESS OF OPERATOR:

1245 E. Brickyard Rd, Ste 110

CITY

Salt Lake City

STATE

UT

ZIP 84106

PHONE NUMBER:

(801) 466-4131

4. LOCATION OF WELL

FOOTAGES AT SURFACE: 2,025' FNL & 2,000' FWL

COUNTY: Grand

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 8 16S 22E S

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☐ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

☒ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☐ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☒ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☐ OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

First production from this natural gas well commenced at 2 p.m. on Friday, ^{AUGUST 29, 2008} ~~September 29, 2008~~. The gas was sold into the new Canyon Gas Resources (Energy Transfer Partners) pipeline. The initial flow rate was 275 Mcfg in 24 hours.

NAME (PLEASE PRINT) Marc T. Eckels

TITLE Vice President

SIGNATURE

M T Eckels

DATE

9/4/2008

(This space for State use only)

RECEIVED

SEP 09 2008

DIV. OF OIL, GAS & MINING



JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil Gas and Mining

JOHN R. BAZA
Division Director

September 29, 2008

CERTIFIED MAIL NO.: 7004 2510 0004 1824 6367

Mr. Marc Eckels
Wind River II Corporation
P.O. Box 1540
Park City, UT 84060

Re: Kelly Cyn 10-8-16-22 API 43-019-31458 16 S 22E 8
Extended Shut-in and Temporarily Abandoned Requirements for Wells on Fee or State Leases

Dear Mr. Eckels:

Wind River II Corporation has one (1) State Mineral Lease Well (see attachment A) that is currently in non-compliance for extended shut-in and temporary abandonment (SI/TA) status. Wells SI/TA beyond twelve (12) consecutive months require the filing of a Sundry Notice in accordance with R649-3-36-1 for Utah Division of Oil, Gas & Mining ("Division") approval. Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (R649-3-36-1.3.3).

For extended SI/TA consideration the operator shall provide the Division with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3)



Page 2
September 29, 2008
Mr. Eckels

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions will be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

JP/js
Enclosure

cc: Jim Davis, SITLA
Compliance File
Well File

Attachment A

	Well Name	API	Lease Type	Years Inactive
1	KELLY CYN 10-8-16-22	43-019-31458	ML-47564	1 Year 2 Months

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
2. NAME OF OPERATOR: Wind River II Corporation		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1245 E Brickyard Rd, St 110 CITY Salt Lake City STATE UT ZIP 84106		7. UNIT or CA AGREEMENT NAME: Rock Spring Unit
PHONE NUMBER: (801) 466-4131		8. WELL NAME and NUMBER: Kelly Canyon 10-8-16-22
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2,025' fnl & 2,000' fwl		9. API NUMBER: 4301931458
QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 8 16S 22E S		10. FIELD AND POOL, OR WILDCAT: Wildcat
COUNTY: Grand		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION (START/RESUME) <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	<input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUT-OFF <input checked="" type="checkbox"/> OTHER: <u>Well Status Report</u>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The reserve pit was reclaimed in early September. Flow lines for surface facilities were buried in trenches in October.

NAME (PLEASE PRINT) <u>Richard L. Christiansen</u>	TITLE <u>VP Engineering</u>
SIGNATURE <u><i>Richard L. Christiansen</i></u>	DATE <u>10/31/2008</u>

(This space for State use only)

(5/2000)

(See Instructions on Reverse Side)

RECEIVED
NOV 03 2008
DIV. OF OIL, GAS & MINING



GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

September 20, 2011

CERTIFIED MAIL NO.: 7011 0110 0001 3568 1489

Mr. Mark Eckels
Wind River II Corporation
1245 E Brickyard Rd #110
Salt Lake City, UT 84106

43 019 31458
Kelly Cyn 10-8-16-22
165 22E 8

Subject: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases

Dear Mr. Eckels:

As of January 2011, Wind River II Corporation has three (3) State Lease Wells (see Attachment A) that are currently in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status.

Wells SI/TA beyond twelve (12) consecutive months requires filing a Sundry Notice (R649-3-36-1). Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (649-3-36-1.3.3). For extended SI/TA consideration the operator shall provide the Utah Division of Oil, Gas & Mining with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

Please note that the Divisions preferred method for showing well integrity is by MIT.



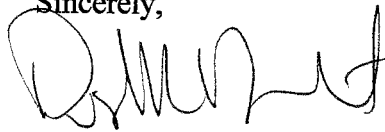
Page 2
Wind River II Corporation
September 20, 2011

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

DKD/JP/js
Enclosure
cc: Compliance File
Well File
LaVonne Garrison, SITLA

N:\O&G Reviewed Docs\ChronFile\PetroleumEngineer\SITA

ATTACHMENT A

	Well Name	API	LEASE	Years Inactive
1	THREE PINES 14-17-16-23	43-019-31457	ML-47572	5 Years 2 Months
2	SNOWSHOE 4-15-16-22	43-019-31510	ML-47566	3 Years 10 Months
3	KELLY CYN 10-8-16-22	43-019-31458	ML-47564	1 Year 3 Months





GARY R. HERBERT
Governor

GREGORY S. BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

October 18, 2012

CERTIFIED MAIL NO.: 7010 1670 0001 4810 3546

Mr. Mark Eckels
Wind River II Corporation
1245 E Brickyard Rd #210
Salt Lake City, UT 84106

43 019 31458
Kelly Cyn 10-8-16-22
165 22E 8

Subject: **Second Notice: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases**

Dear Mr. Eckels:

As of January 2012, Wind River II Corporation (Wind River) has three (3) State Lease Wells (see attachment A) that are currently in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status. The Utah Division of Oil, Gas and Mining (Division) wishes to inform Wind River that these wells have previously been noticed via certified mail, dated September 20, 2011. To date, the Division has not received any documentation nor seen any efforts being made to move this well out of non-compliance status.

Wells SI/TA beyond twelve (12) consecutive months requires filing a Sundry Notice (R649-3-36-1). Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (649-3-36-1.3.3). For extended SI/TA consideration the operator shall provide the Utah Division of Oil, Gas & Mining with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

Please note that the Divisions preferred method for showing well integrity is by MIT.




Page 2
Wind River II Corporation
October 18, 2012

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

DKD/JP/js

cc: Compliance File
Well Files
LaVonne Garrison, SITLA

N:\O&G Reviewed Docs\ChronFile\PetroleumEngineer\SITA

ATTACHMENT A

	Well Name	API	LEASE	Years Inactive
1	THREE PINES 14-17-16-23	43-019-31457	ML-47572	6 Years 2 Months
2	SNOWSHOE 4-15-16-22	43-019-31510	ML-47566	4 Years 10 Months
→ 3	KELLY CYN 10-8-16-22	43-019-31458	ML-47564	2 Year 3 Months

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
1. TYPE OF WELL Gas Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: WIND RIVER II CORPORATION		7. UNIT or CA AGREEMENT NAME: ROCK SPRING
3. ADDRESS OF OPERATOR: 1245 E Brickyard Rd Ste 110 , Salt Lake City, UT, 84106		8. WELL NAME and NUMBER: KELLY CYN 10-8-16-22
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2025 FNL 2000 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 08 Township: 16.0S Range: 22.0E Meridian: S		9. API NUMBER: 43019314580000
PHONE NUMBER: 801 466-4131 Ext		9. FIELD and POOL or WILDCAT: UNDESIGNATED
COUNTY: GRAND		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 11/20/2012	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> DEEPEN <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> PLUG BACK <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> WATER SHUTOFF <input checked="" type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> WILDCAT WELL DETERMINATION <input type="checkbox"/> OTHER
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SPUD REPORT Date of Spud:	
<input type="checkbox"/> DRILLING REPORT Report Date:	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This Sundry Notice is in response to a letter from Dustin Doucet dated 10-18-2012. Refer to attached file and Completion Report on file for information.

REQUEST DENIED
Utah Division of
Oil, Gas and Mining

Date: January 15, 2013

By: Dustin Doucet

NAME (PLEASE PRINT) Marc Eckels	PHONE NUMBER 435 901-4217	TITLE Agent
SIGNATURE N/A	DATE 11/20/2012	



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43019314580000

Insufficient information provided to approve request. Proof of integrity was not provided. Within 30 days the following information should be gathered and submitted: Production casing pressure, surface casing Pressure, Fluid Level measurement. Alternatively a series of pressures gathered since last integrity test showing a static state could be submitted or a Mechanical Integrity Test could be conducted. If this information cannot be obtained in the timeframe indicated , then an explanation as to why it can't be obtained and when it will be possible to obtain the required information should be submitted.

Wind River II Corporation
Kelley Canyon 10-8-16-22

12.

Wind River II Corporation requests permission to extend the Shut-in (SI) status of this well. The well was directionally drilled as a rank wildcat to a Cedar Mountain 3D target from the vertical surface-cased portion of a previous failed exploratory attempt called the Kelly Canyon 5-8-16-22. The two holes share the same API#. The original well was spudded on 12/5/2005. The Kelly Canyon 10-8-16-22 reached TD at 10,376' MD (10,119' TVD) on 3/24/2006. There was no pipeline serving the area at that time.

The Kelly Canyon 10-8-16-22 was completed in June 2007 with a CO2 foam frac in the Cedar Mountain. The frac screened out with about 35,000# of the scheduled 50,000# of proppant placed in the formation. The result was a 200 Mcfgpd well. A little more than a year after the completion, ETP/Canyon Gas agreed to run a line from Three Pines Junction at the top of Hay Canyon to the Kelly Canyon 10-8, with additional connections at the Three Pines 14-17-16-23 and the Snowshoe 4-15-16-22. First production was sold from the Kelly Canyon 10-8 on August 29, 2008.

Of course, natural gas prices collapsed in August 2008, and continued to decline through the spring of 2012, making it impossible to justify the re-frac of the Cedar Mountain interval or the completion of up-hole formations that will be the future for this well.

Attached to this Sundry Notice are:

- A copy of the Completion Report for your convenience
- Wellbore Diagram
- CBL Header and copy of intervals showing top of cement.

Please note that cement was circulated to the surface during the surface casing cement job. The production casing was cemented with an N2 foam cement job. The lead consisted of 886 sack of 50:50 Pozmix with additives, foamed to 11 ppg. The tail consisted of 87 sacks of 50:50 Pozmix with additives (no foam) that weighed 14.3 ppg. This was capped with 75 sack of Class G cement down the backside from the surface. The CBL shows good to excellent bond from TD to about 4,575'. From 4,575' up to the surface casing shoe there is spotty bond consistent with foamed cement. Above the surface casing shoe, there is no cement except for the top cap.

The well is equipped for and capable of production. The shut-in request is due to low gas prices.

The casing pressure on the well has been about 660 psi. The fluid level is unknown. The fluid in the was produced from the Cedar Mountain sand.

Kelly Canyon 10-8-16-22

Surface Location: 2,025' fnl & 2,000' fwl SENW Sec. 8-T16S-R22E

Bottom-hole Location: 1,840' fsl & 2,322' fel NWSE Sec. 8-T16S-R22E

Grand County, UT

Spud 12/5/05
Rig Release 3/28/06
Completed 6/29/07

Last Mod 7/17/08

Note: This spud date is for the KC 5-8 well, which was P&A'd below surface casing shoe

14" Conductor Pipe set at 60'

12-1/4" Hole
9-5/8" 36# J-55 ST&C set at 3690'
cemented w/ 960 sx "G" to surf.

TOC for production casing: 3,690'

Top of cement plug at 3762'

KOP = 4,000'

Top of good cement bond: 4,574'

The original well bore (KC 5-8) was drilled in a westerly direction. It was plugged with 4 cement plugs and abandoned below the top cement plug (3762' to 4217') because of poor potential for the well as indicated by the open-hole logs. A new hole (KC 10-8) was drilled in a south-easterly direction.

7-7/8" Hole

Bottom of cement plug at 4217'
in KC-5-8

Specs for Production Casing

5-1/2" 17# P-110 LT&C
ID 4.892"
Drift 4.767"
Collapse 7460 psi
Burst 10640 psi

This directional well is not s-shaped as this diagram shows. From 4800' to 10,000', the well bore is at 15° to 20° from vertical. At TD, the tilt is 7° from vertical. It would be better described as a bent shape: vertical above about 3700', and inclined to TD -- but that is harder to sketch.

Formations

Perforations

Cedar Mountain

9,925-9,945' MD

Prod Casing: 5-1/2" 17# P-110 LTC set at 10,365'
Cement: Lead w 886 sx of 50/50 Poz mixed w N2,
Tail w 87 sx of 50/50 Poz,
Back-side w/ 75 sx G w/ 3% CaCl

PBTD 10,297'
PBTVD 10,040'
TD: 10,376' MD; 10,119' TVD

7-7/8" Hole

NC, sub, XN, 1 jt, X, 312 jts. 2-3/8" N-80
EOT at 9888'



Acoustic Cement Bond Gamma Ray / CCL

Company Wind River II Corporation
Well Kelly Canyon 10-8-16-22
Field Rock Spring Unit
County Grand
State Utah

Company Wind River II Corporation

Well Kelly Canyon 10-8-16-22

Field Rock Spring Unit

County Grand State Utah

Location
SE/4 NW/4

Other Services

Section 8 Township 16S Range 22E

Elevation

Permanent Datum Ground Level Elevation 7319

Log Measured From Kelly Bushing or 20' A.G.L.

K.B. 7339

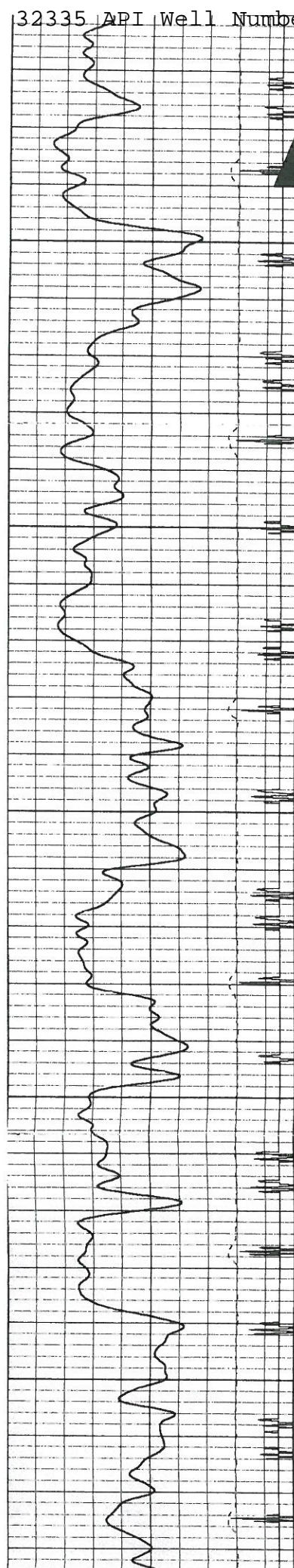
Drilling Measured From K.B.

D.F.

G.L. 7319

Date	4-13-06		
Run Number	One		
Total Depth Driller	10371		
Present Depth Driller	10318		
Total Depth OWP	10297		
Bottom Logged Interval	10297		
Top Logged Interval	3500		
Truck Number	564		
Location	Vernal		
Fluid Type in Hole	Water		
Salinity PPMC Cl	NA		
Weight lb/gal	8.4		
Fluid Level	Full		
Max. Hole Temp	228 F		
Recorded By	Hawker		
Witnessed By	Mr. Fernando Ortega		
Witnessed By			

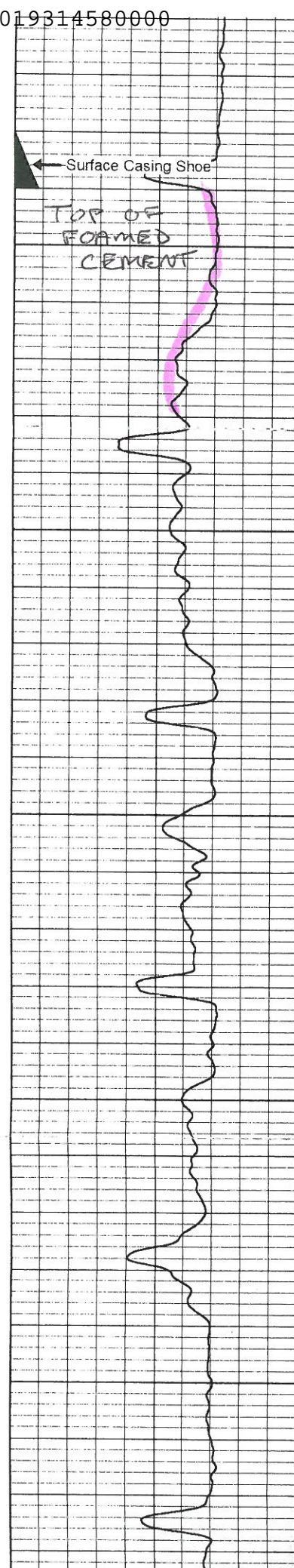
Borehole Record				Tubing Record			
Run Number	Bit	From	To	Size	Weight	From	To
	7-7-8"	3690	10371				
Casing Record		Size	Wgt/Ft	Top		Bottom	
Surface String		9-5/8"	36	Surface		3690	
Prot. String							
Production String		5-1/2"	17	Surface		10365	
Liner							



3700

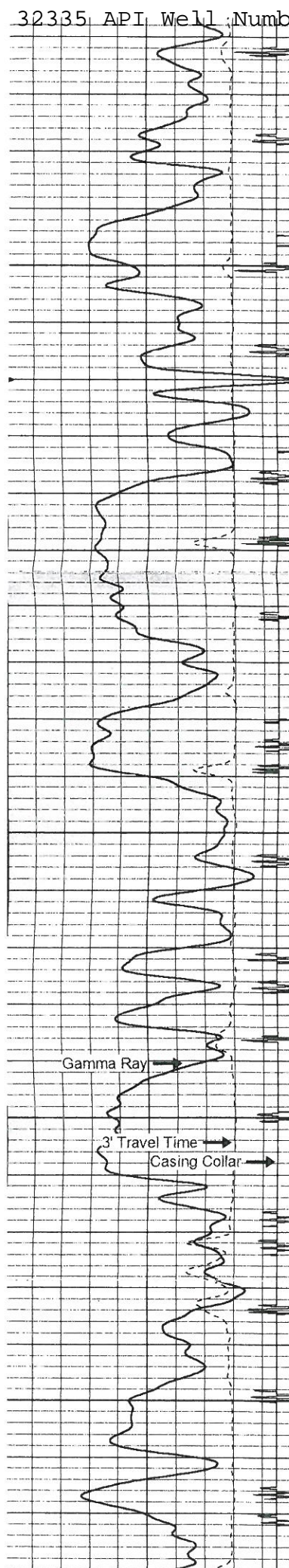
3800

3900



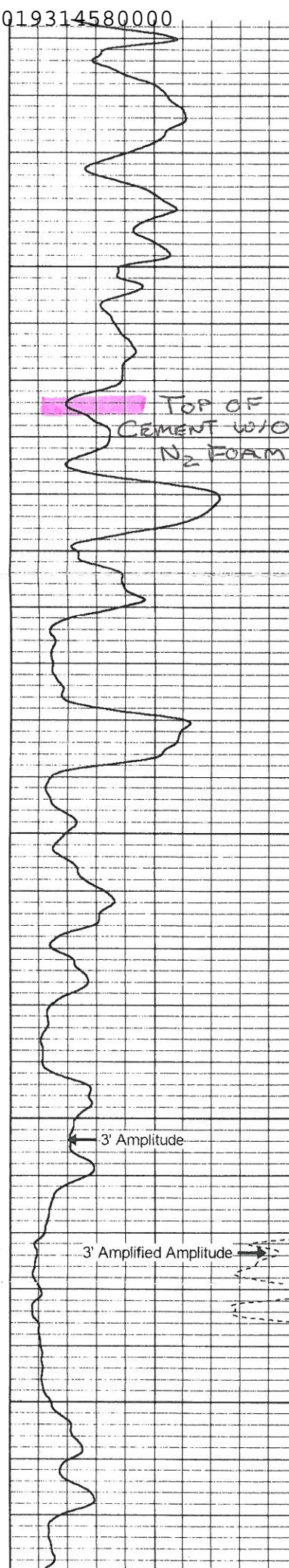
Surface Casing Shoe

TOP OF
FOAMED
CEMENT



4600

4700



TOP OF
CEMENT W/O
N₂ FOAM

3' Amplitude

3' Amplified Amplitude

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME: ROCK SPRING
		8. WELL NAME and NUMBER: KELLY CYN 10-8-16-22
1. TYPE OF WELL Gas Well		9. API NUMBER: 43019314580000
2. NAME OF OPERATOR: ANADARKO E&P ONSHORE, LLC		9. FIELD and POOL or WILDCAT: UNDESIGNATED
3. ADDRESS OF OPERATOR: P.O. Box 173779, Denver, CO, 80217		PHONE NUMBER: 720 929-6300 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2025 FNL 2000 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 08 Township: 16.0S Range: 22.0E Meridian: S		COUNTY: GRAND
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/11/2013	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input checked="" type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

CONFIDENTIAL. The operator requests approval to recomplete this well in the Mancos formation. Please see the attached procedure which has been reviewed by Dustin Doucet. Thank you.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: October 11, 2013

By: *Dustin Doucet*

NAME (PLEASE PRINT) Cara Mahler	PHONE NUMBER 720 929-6029	TITLE Regulatory Analyst I
SIGNATURE N/A		DATE 10/11/2013



Rock Springs Unit

KELLY CANYON 10-8-16-22
RECOMPLETION PROCEDURE
FOUR STAGE MANCOS DFIT AND FRAC
FINAL DRAFT

DATE: 9/24/13
API#: 4301931458
USER ID: JVV274

COMPLETIONS ENGINEER: Ben Smiley, Vernal, UT
(435) 781-7010 (Office)
(936) 524-4231 (Cell)

REMEMBER SAFETY FIRST!

Name: Kelly Canyon 10-8-16-22

Location: SE NW Section 8, T16S, R22E

Grand County, UT**LAT:** 39.431975 **LONG:** -109.516628**Date:** 9/24/2013**ELEVATIONS:** 7,319' GL 7,339' KB**TOTAL DEPTH:** 10,371' **PBTD:** 10,297'**SURFACE CASING:** 9 5/8", 36# K-55 ST&C @ 3,960'**PRODUCTION CASING:** 5 1/2", 17#, P-110 LT&C @ 10,365'**Marker Joints:** 9210'-9232', 9280'-9320', 9605'-9649'**WELLHEAD:** 11" 5K x 5 1/2" annulus**TUBING HEAD:** 11" 5K x 7 1/16" 5K**TUBULAR PROPERTIES:**

	BURST (psi)	COLLAPSE (psi)	DRIFT DIA. (in.)	CAPACITIES	
				(bbl/ft)	(gal/ft)
2 3/8" 4.7# N-80 tbg	11,200	11,780	1.901"	0.00387	0.1624
5 1/2" 17# P-110	10,640	7,460	4.767"	0.0232	0.9764
2 3/8" by 5 1/2" Annulus				0.0178	0.7463

FORMATION TOPS: (Based on Schlumberger Triple Combo dated 3/24/06)

TOP	DEPTH (MD)
MANCOS B	6,513
MN32	8,524
MN34	8,716
UPPER LBG SAND	8,937
LOWER LBG SHALE	9,175
TOP JUANA LOPEZ	9,373
DAKOTA SILT	9,663

T.O.C. @ 4504'

**Based on latest interpretation of CBL

All perforation depths are from Oil Well Perforators's CBL log dated 4/13/2006.

Hydraulic isolation estimated at 7920' based on Oil Well Perforators's CBL dated 4/13/2006.

GENERAL:

- Please note that:
 - There are four intervals that will have DFIT's, individual stimulations, and discrete flow tests.
 - DFITs will be pumped in all four stage intervals.
 - CBP depth on this procedure is only to be used as a reference. This depth is subject to change as per field operations and the discretion of the wireline supervisor and field foreman.

EXISTING PERFORATIONS:

Cedar Mountain – 80 holes at 9907’ - 10,027’ MD. **CIBP @ 9870’ w/ 35’ of cement**

RELEVANT HISTORY:

- 2/20/06: Plugback the Kelly Canyon 5-8-16-22 with CIBP @ 10,572’, cement balance plug 9519-9704’, cmt balance plug at 5910-6108’, and cmt balance plug at 3762-4217’. Sidetracked Kelly Canyon 10-8-16-22 from surface shoe and reached TD on 3/26/06.
- 4/14/06: Perforated Cedar Mountain 9925-9945’. Set pressure bombs in SN @ 9873’ and ran 7-day buildup test. Minimal inflow and pressure buildup observed. Shut well in waiting on pipeline before resuming completion operations.
- 6/1/07: CO2 foam stimulated Cedar Mountain formation with 35,000 20/40 TLC (screened out). Well IP’d at 200 MCFD and was shut in awaiting pipeline completion.
- 8/29/08: Well commenced sale at 275 MCFD down Canyon Gas Resources sales line. 2 & 3/8” tubing landed at 9888’.
- 8/27/13 POOH with tubing and set CIBP @ 9870’ and dump bailed 5 sxs of cement (TOC ~ 9835’). Ran temperature survey from surface to 9870’. Filled 5.5” casing and pressure tested to 4,011 psi for 30 min and lost 21 psi. Witnessed by state representative Bart Kettle (cell – 435-820-0862)

PRE-JOB CONSIDERATIONS:

- Procedure calls for four separate DFIT’s and four separate hydraulic fracturing treatments.
- A minimum of 6 tanks (cleaned lined 500 bbl) of fresh water will be required for each individual stimulation interval.

Note:

- Use biocide from Nalco in the Frac Tanks
- Use Scale Inhibitor from Nalco
- Use only fresh water in order to assure crosslinked fluid performance
- Water needs to be at least 65-75°F at pump time
- Procedure calls for **four (8,000 psi) CBP’s** and **three (12,000 psi) CBP’s**.
- 40/70 mesh White sand on all intervals
- Max Sand Concentration - **3 ppg**

ON SITE CONSIDERATIONS:

- Maximum surface pressure **7100 psi**.
- If casing pressure test fails (pressure loss of 1.5% psi or more), retest for 15 minutes. If pressure loss of 1.5% more on second test, notify Denver engineers. Record in Openwells. MIRU with tubing and packer. Isolate leak by pressure testing above and below the packer. RIH and set appropriate casing leak remediation. Re-pressure test to 1000 psi for 15 minutes and to **7100 psi** for 30 minutes (specific details on remediation should be documented in OpenWells).
- Calculate and record open perforations after each breakdown.

- Flush volumes are the sum of FR water used during displacement (include scale inhibitor as mentioned above).
- Call flush at 0 PPG @ inline densimeters. Slow to 5 bbl/min over last 10-20 bbls of flush.
- Multiple test samples will be pulled on the fly to check crosslinked gel.
- Bucket tests should be performed prior to pumping to assure the chemical pumps working and pumping at the desired rate.

RECOMPLETION PROCEDURE:

A. MANCOS ZONE 1 DFIT

1. ND Tubing Head. NU 10K isolation tool across 5K casing head. NU frac valves. Test frac valves and casing to 1000 psi for 15 minutes and to **7100** psi for 30 minutes. As per standard operating procedure install steel blowdown line to flowback tank from 5 1/2" X 9 5/8" annulus. Lock **OPEN** the Braden head valve.
2. MIRU WL. RIH with bailer and tag PBTD (CIBP and ~35' of cement at ~9835'). Dump bail 10 sxs / 8.8 cuft / 1.56 bbls of class G cement (70' worth of cement) on top of PBTD (Estimated TOC @ 9765'). POOH.

3. RIH and perf the following with a 3-1/8" gun, 19 gm, 0.40" hole, 120° phasing:

Zone	From	To	spf	# of shots
MANCOS ZONE 1	9423	9424	3	3
MANCOS ZONE 1	9439	9440	3	3
MANCOS ZONE 1	9458	9459	3	3
MANCOS ZONE 1	9481	9482	3	3
MANCOS ZONE 1	9514	9515	3	3
MANCOS ZONE 1	9533	9534	3	3
MANCOS ZONE 1	9542	9544	3	6
MANCOS ZONE 1	9568	9570	3	6

4. RIH with three memory tools on wireline (**data acquisition frequency should be set at 1/sec**). Set gauges midperf at 9497'.
5. Perform a DFIT test on perforations **9423'-9570'** as follows:
 - a. Dump bail acid if need to breakdown the perforations
 - b. Pump **1680** gals (40 bbls) @ **2.5 bpm** (make sure the pumping rate is **constant**).
 - c. The service company pumping the DFIT should record and provide an .txt file including the following information:
 - i. Surface Treating Pressure
 - ii. Injection Rate
 - iii. Volume pumped
 - iv. Actual Time
 - v. Elapsed Time
 - d. After pumping the above volume, shut well in and monitor **for a minimum of 96 hours (4 days)** as directed by Vernal engineering.
 - e. POOH w/ wireline and memory gauges. **NOTE: Stop every 500' for 5 minutes to gather static pressures while pulling out the gauges.**

B. MANCOS ZONE 1 FRAC PROCEDURE

1. MIRU well testers. Spot three 500 bbl. flowback tanks. RU flowback line from frac stack wing valve through a dual manual choke manifold with bypass to the flowback tank. Test flowback lines to choke manifold to 10,000 psig for 15 minutes. RU remainder of flowback equipment including sand trap, 3-phase separator, and separate dump lines for oil and water to flowback tanks.
2. MIRU frac crew. As per standard operating procedure, confirm installation of steel blowdown line to flowback tank from 5 1/2" X 9 5/8" annulus. Confirm Braden head valve is locked **OPEN**. Annulus will be monitored throughout stimulation. If release occurs, stimulation will be shut down. Well conditions will be assessed and actions taken as necessary to secure the well. UDOGM will be notified if a release to the annulus occurs.
3. Pressure test frac lines to max surface pressure + 1000 psi for 15 minutes. Pressure loss should be less than 10% to be considered acceptable. Check and correct for existing leaks.
4. Bullhead 250 gallons of 15% HCl. Breakdown perms and establish injection rate. Fracture as outlined in Stage 1 on attached listing. Flush to top perf at 9423' with FR water. At the end of pumping obtain 5, 10, & 15 min leakoff.
5. Set **8000** psi CBP at ~9373'. RDMO frac company and wireline company.
6. ND Frac Valves, MIRU, NU and Test BOPs.
7. TIH with 4 5/8" bit, pump open sub, XN and 2 & 3/8", N-80 tubing.
8. Drillout plug at 9373' and clean out to plugback at 9765'. Land tubing at ± **9393'** unless indicated otherwise by the well's behavior. NDBOP, NUWH.
9. Drop ball and pressure up on Pump Open sub. **Leave surface casing valve open**. Monitor and report any flow from surface casing. RDMO

C. MANCOS ZONE 1 FLOWBACK

1. Begin flowback on 16/64" choke through sand trap and three phase separator. Do not let well exceed flowback rate of 1.0 BPM. **Communicate all choke changes with Vernal/Denver engineering team.**
2. Flowback crew will record flowback volumes at every hour including oil rate, water rate, gas rate, tubing pressure, casing pressure, differential pressure, static pressure, and choke size. Flowback water density, water temperature, and PH values need to be recorded every 12 hours.
3. Flowback crew will assist a contact testing company in obtaining single phase oil samples in order to test API gravity, oil composition, oil biomarker, and oil viscosity.
4. Flowback crew will assist a contact testing company in obtaining single phase gas samples in order to test gas specific gravity, composition, and isotope.
5. Obtain a single phase water sample once per 48-72 hrs. for standard analysis; send properly labeled sample to Nalco Vernal Lab for full water analysis.

6. If well is not flowing, commence swabbing operations until well has established steady flow. Continue to monitor all flowback reporting during swabbing operations.
7. Continue to flowback well to obtain production data for approximately 7 days and/or Vernal/Denver engineering team discretion.

D. MANCOS ZONE 2 DFIT

1. MIRU. ND WH, NU BOP, TOH with tubing, NU 10K isolation tool across 5K casing head, NU frac valves.
2. MIRU WL. RIH and set **12000** psi CBP at ~9226'
3. Perf the following with a 3-1/8" gun, 19 gm, 0.40" hole, 120° phasing:

Zone	From	To	spf	# of shots
MANCOS ZONE 2	9082	9083	3	3
MANCOS ZONE 2	9096	9098	3	6
MANCOS ZONE 2	9111	9113	3	6
MANCOS ZONE 2	9127	9130	3	9

4. RIH with three memory tools on wireline (**data acquisition frequency should be set at 1/sec**). Set gauges midperf at 9106'.
5. Perform a DFIT test on perforations **9082' – 9130'** as follows:
 - a. Dump bail acid if need to breakdown the perforations
 - b. Pump **840** gals (20 bbls) @ **2.0 bpm** (make sure the pumping rate is **constant**).
 - c. The service company pumping the DFIT should record and provide an .txt file including the following information:
 - i. Surface Treating Pressure
 - ii. Injection Rate
 - iii. Volume pumped
 - iv. Actual Time
 - v. Elapsed Time
 - d. After pumping the above volume, shut well in and monitor **for a minimum of 96 hours (4 days)** as directed by Denver engineering.
 - e. POOH w/ wireline and memory gauges. **NOTE: Stop every 500' for 5 minutes to gather static pressures while pulling out the gauges.**

E. MANCOS ZONE 2 FRAC PROCEDURE

1. MIRU frac crew. As per standard operating procedure, confirm installation of steel blowdown line to flowback tank from 5 1/2" X 9 5/8" annulus. Confirm Braden head valve is locked **OPEN**. Annulus will be monitored throughout stimulation. If release occurs, stimulation will be shut down. Well conditions will be assessed and actions taken as necessary to secure the well. UDOGM will be notified if a release to the annulus occurs.
2. Pressure test frac lines to max surface pressure + 1000 psi for 15 minutes. Pressure loss should be less than 10% to be considered acceptable. Check and correct for existing leaks

3. Bullhead 250 gallons of 15% HCl. Breakdown perfs and establish injection rate. Fracture as outlined in Stage 2 on attached listing. Flush to top perf at 9082' with FR water. At the end of pumping obtain 5, 10, & 15 min leakoff.
4. Set 8000 psi CBP at ~9032'. RDMO frac company and Wireline company.
5. ND Frac Valves, MIRU, NU and Test BOPs.
6. TIH with 4 5/8" bit, pump open sub, XN and 2 & 3/8", N-80 tubing.
7. Drillout plug at 9032' and clean out to 9221' (5' above CBP @ 9226'). Land tubing at ± 9052' unless indicated otherwise by the well's behavior. NDBOP, NUWH.
8. Drop ball and pressure up on Pump Open sub. **Leave surface casing valve open.** Monitor and report any flow from surface casing. RDMO.

F. MANCOS ZONE 2 FLOWBACK

1. Begin flowback on 16/64" choke through sand trap and three phase separator. Do not let well exceed flowback rate of 1.0 BPM. **Communicate all choke changes with Vernal/Denver engineering team.**
2. Flowback crew will record flowback volumes at every hour including oil rate, water rate, gas rate, tubing pressure, casing pressure, differential pressure, static pressure, and choke size. Flowback water density, water temperature, and PH values need to be recorded every 12 hours.
3. Flowback crew will assist a contact testing company in obtaining single phase oil samples in order to test API gravity, oil composition, oil biomarker, and oil viscosity.
4. Flowback crew will assist a contact testing company in obtaining single phase gas samples in order to test gas specific gravity, composition, and isotope.
5. Obtain a single phase water sample once per 48-72 hrs. for standard analysis; send properly labeled sample to Nalco Vernal Lab for full water analysis.
6. If well is not flowing, commence swabbing operations until well has established steady flow. Continue to monitor all flowback reporting during swabbing operations.
7. Continue to flowback well to obtain production data for approximately 7 days and/or Vernal/Denver engineering team discretion.

G. MANCOS ZONE 3 DFIT & PERFORATIONS

1. MIRU. ND WH, NU BOP, TOH with tubing, NU 10K isolation tool across 5K casing head, NU frac valves.
2. MIRU WL. RIH and set 12000 psi CBP at ~8934'
3. Perf the following with a 3-1/8" gun, 19 gm, 0.40" hole, 120' phasing:

Zone	From	To	spf	# of shots
MANCOS ZONE 3	8609	8611	3	6

4. RIH with three memory tools on wireline (**data acquisition frequency should be set at 1/sec**). Set gauges midperf at 8610'.
5. Perform a DFIT test on perforations **8609'-8611'** as follows:
 - a. Dump bail acid if need to breakdown the perforations
 - b. Pump **420** gals (10 bbls) @ **2.0 bpm** (make sure the pumping rate is **constant**).
 - c. The service company pumping the DFIT should record and provide an .txt file including the following information:
 - i. Surface Treating Pressure
 - ii. Injection Rate
 - iii. Volume pumped
 - iv. Actual Time
 - v. Elapsed Time
 - d. After pumping the above volume, shut well in and monitor **for a minimum of 96 hours (4 days)** as directed by Vernal engineering.
 - e. POOH w/ wireline and memory gauges. **NOTE: Stop every 500' for 5 minutes to gather static pressures while pulling out the gauges.**
6. Perf the rest of the stage with a **3-1/8" gun, 19 gm, 0.40" hole, 120° phasing:**

Zone	From	To	spf	# of shots
MANCOS ZONE 3	8728	8730	3	6
MANCOS ZONE 3	8776	8778	3	6
MANCOS ZONE 3	8831	8833	3	6

H. MANCOS ZONE 3 FRAC PROCEDURE

1. MIRU frac crew. As per standard operating procedure, confirm installation of steel blowdown line to flowback tank from 5 1/2" X 9 5/8" annulus. Confirm Braden head valve is locked **OPEN**. Annulus will be monitored throughout stimulation. If release occurs, stimulation will be shut down. Well conditions will be assessed and actions taken as necessary to secure the well. UDOGM will be notified if a release to the annulus occurs.
2. Pressure test frac lines to max surface pressure + 1000 psi for 15 minutes. Pressure loss should be less than 10% to be considered acceptable. Check and correct for existing leaks.
3. Bullhead 250 gallons of 15% HCl. Breakdown perfs and establish injection rate. Fracture as outlined in Stage 3 on attached listing. Flush to top perf at 8608' with FR water. At the end of pumping obtain 5, 10, & 15 min leakoff.
4. Set **8000** psi CBP at ~8550'. RDMO frac company and wireline company.
5. ND Frac Valves, MIRU, NU and Test BOPs.
6. TIH with 4 5/8" bit, pump open sub, XN and 2 & 3/8", N-80 tubing.
7. Drillout plug at 8550' and clean out to 8929' (5' above CBP at 8934'). Land tubing at ± **8579'** unless indicated otherwise by the well's behavior. NDBOP, NUWH.

8. Drop ball and pressure up on Pump Open sub. **Leave surface casing valve open.** Monitor and report any flow from surface casing. RDMO.

I. MANCOS ZONE 3 FLOWBACK

1. Begin flowback on 16/64" choke through sand trap and three phase separator. Do not let well exceed flowback rate of 1.0 BPM. **Communicate all choke changes with Vernal/Denver engineering team.**
2. Flowback crew will record flowback volumes at every hour including oil rate, water rate, gas rate, tubing pressure, casing pressure, differential pressure, static pressure, and choke size. Flowback water density, water temperature, and PH values need to be recorded every 12 hours.
3. Flowback crew will assist a contact testing company in obtaining single phase oil samples in order to test API gravity, oil composition, oil biomarker, and oil viscosity.
4. Flowback crew will assist a contact testing company in obtaining single phase gas samples in order to test gas specific gravity, composition, and isotope.
5. Obtain a single phase water sample once per 48-72 hrs. for standard analysis; send properly labeled sample to Nalco Vernal Lab for full water analysis.
6. If well is not flowing, commence swabbing operations until well has established steady flow. Continue to monitor all flowback reporting during swabbing operations.
7. Continue to flowback well to obtain production data for approximately 7 days and/or Vernal/Denver engineering team discretion.

J. MANCOS ZONE 4 DFIT

1. MIRU. ND WH, NU BOP, TOH with tubing, NU 10K isolation tool across 5K casing head, NU frac valves.
2. MIRU WL. RIH and set **12000** psi CBP at ~8344'
3. Perf the following with a 3-1/8" gun, 19 gm, 0.40" hole, 120° phasing:

Zone	From	To	spf	# of shots
MANCOS ZONE 4	7932	7933	3	3
MANCOS ZONE 4	7944	7946	3	6
4. RIH with three memory tools on wireline (**data acquisition frequency should be set at 1/sec**). Set gauges midperf at 7939'.
5. Perform a DFIT test on perforations **7932'-7946'** as follows:
 - a. Dump bail acid if need to breakdown the perforations
 - b. Pump **420** gals (10 bbls) @ **2.0 bpm** (make sure the pumping rate is **constant**).
 - c. The service company pumping the DFIT should record and provide an .txt file including the following information:
 - i. Surface Treating Pressure

- ii. Injection Rate
 - iii. Volume pumped
 - iv. Actual Time
 - v. Elapsed Time
- d. After pumping the above volume, shut well in and monitor **for a minimum of 96 hours (4 days)** as directed by Vernal engineering.
 - e. POOH w/ wireline and memory gauges. **NOTE: Stop every 500' for 5 minutes to gather static pressures while pulling out the gauges.**
6. Perf the rest of the stage with a 3-1/8" gun, 19 gm, 0.40" hole, 120° phasing:
- | Zone | From | To | spf | # of shots |
|---------------|------|------|-----|------------|
| MANCOS ZONE 4 | 8240 | 8244 | 3 | 12 |

K. MANCOS ZONE 4 FRAC PROCEDURE

1. MIRU frac crew. As per standard operating procedure, confirm installation of steel blowdown line to flowback tank from 5 1/2" X 9 5/8" annulus. Confirm Braden head valve is locked **OPEN**. Annulus will be monitored throughout stimulation. If release occurs, stimulation will be shut down. Well conditions will be assessed and actions taken as necessary to secure the well. UDOGM will be notified if a release to the annulus occurs.
2. Pressure test frac lines to max surface pressure + 1000 psi for 15 minutes. Pressure loss should be less than 10% to be considered acceptable. Check and correct for existing leaks.
3. Bullhead 250 gallons of 15% HCl. Breakdown perfs and establish injection rate. Fracture as outlined in Stage 4 on attached listing. Flush to top perf at 7933' with FR water. At the end of pumping obtain 5, 10, & 15 min leakoff.
4. Set **8000** psi CBP at ~7882'. RDMO frac company and wireline company.
5. ND Frac Valves, MIRU, NU and Test BOPs.
6. TIH with 4 5/8" bit, pump open sub, XN and 2 & 3/8", N-80 tubing.
7. Drillout plug at 7883' and clean out to 8239' (5' above CBP at 8344'). Land tubing at ± **7902'** unless indicated otherwise by the well's behavior. NDBOP, NUWH.
8. Drop ball and pressure up on Pump Open sub. **Leave surface casing valve open**. Monitor and report any flow from surface casing. RDMO.

L. MANCOS ZONE 4 FLOWBACK

1. Begin flowback on 16/64" choke through sand trap and three phase separator. Do not let well exceed flowback rate of 1.0 BPM. **Communicate all choke changes with Vernal/Denver engineering team.**

2. Flowback crew will record flowback volumes at every hour including oil rate, water rate, gas rate, tubing pressure, casing pressure, differential pressure, static pressure, and choke size. Flowback water density, water temperature, and PH values need to be recorded every 12 hours.
3. Flowback crew will assist a contact testing company in obtaining single phase oil samples in order to test API gravity, oil composition, oil biomarker, and oil viscosity.
4. Flowback crew will assist a contact testing company in obtaining single phase gas samples in order to test gas specific gravity, composition, and isotope.
5. Obtain a single phase water sample once per 48-72 hrs. for standard analysis; send properly labeled sample to Nalco Vernal Lab for full water analysis.
6. If well is not flowing, commence swabbing operations until well has established steady flow. Continue to monitor all flowback reporting during swabbing operations.
7. Continue to flowback well to obtain production data for approximately 7 days and/or Vernal/Denver engineering team discretion.

M. FINAL COMINGLE PROCEDURE

1. If well is capable of economic production, shut well in and LOTO wellhead to build permanent facilities.
2. MIRU. Kill well as necessary. Unland tubing and POOH. L/D BHA.
3. TIH with 4 5/8" bit, pump off sub, XN and 2 & 3/8", N-80 tubing.
4. Drillout three 12K CBP's at 8344', 8934', and 9226' and clean out to plugback depth @ 9765'. Land tubing at \pm 9052' unless indicated otherwise by the well's behavior. NDBOP, NUWH.
5. Drop ball and pump off pump POBS. **Leave surface casing valve open.** Monitor and report any flow from surface casing. RDMO.

Key Contact Information

Completion Engineer

Ben Smiley: (435) 781-7010, (936) 524-4231

Megan Starr: (720) 929-6598, (303) 501-3111

Production Engineer

Brad Laney: (435) 781-7031, (435) 828-5469

Completion Supervisor Foreman

Jeff Samuels: (435) 828-6515, (435) 781-7046

Completion Manager

Jeff Dufresne: (720) 929-6281, (303) 241-8428

Vernal Main Office

(435) 789-3342

Emergency Contact Information—Call 911

Vernal Regional Hospital Emergency: (435) 789-3342

Grand Junction St. Mary's Hospital Emergency: (970) 298-2551

Vernal Police: (435) 789-5835

Vernal Fire: (435) 789-4222

Kelly Canyon 10-8-16-22
Perforation and CBP Summary

Stage	Zones	Perforations		SPF	Holes		Fracture Coverage		
		Top, ft	Bottom, ft						
1	MANCOS ZONE 1	9423	9424	3	3		9418	to	9569
	MANCOS ZONE 1	9439	9440	3	3				
	MANCOS ZONE 1	9458	9459	3	3				
	MANCOS ZONE 1	9481	9482	3	3				
	MANCOS ZONE 1	9514	9515	3	3				
	MANCOS ZONE 1								
	MANCOS ZONE 1	9533	9534	3	3				
	MANCOS ZONE 1	9542	9544	3	6				
	MANCOS ZONE 1	9568	9570	3	6				
	# of Perfs/stage				30		CBP DEPTH	9,373	
2	MANCOS ZONE 2	9082	9083	3	3		9077	to	9135
	MANCOS ZONE 2	9096	9098	3	6				
	MANCOS ZONE 2	9111	9113	3	6				
	MANCOS ZONE 2	9127	9130	3	9				
	MANCOS ZONE 2								
	MANCOS ZONE 2								
	MANCOS ZONE 2								
	# of Perfs/stage				24		CBP DEPTH	9,032	
3	MANCOS ZONE 3	8609	8611	3	6		8604	to	8836
	MANCOS ZONE 3	8728	8730	3	6				
	MANCOS ZONE 3	8776	8778	3	6				
	MANCOS ZONE 3	8831	8833	3	6				
	MANCOS ZONE 3								
	MANCOS ZONE 3								
	MANCOS ZONE 3								
	MANCOS ZONE 3								
	# of Perfs/stage				24		CBP DEPTH	8,551	
4	MANCOS ZONE 4	7932	7933	3	3		7927	to	8243
	MANCOS ZONE 4	7944	7946	3	6				
	MANCOS ZONE 4	8240	8244	3	12				
	MANCOS ZONE 4								
	MANCOS ZONE 4								
	MANCOS ZONE 4								
	MANCOS ZONE 4								
	# of Perfs/stage				21		CBP DEPTH	7,882	
	Totals				99				Total

Enter Number of swabbing days here for re-completes
Enter 1 if running a Production Log
Enter Number of DFITs
Enter Y if only Gamma Ray log was run
Enter Y if a LOW concentration of Scale Inhibitor will be pumped
Enter N if there will be NO Clay stabilizer

Sage	Zone	Perfs		Holes	Rate BPM	Fluid Type	Initial ppg	Final ppg	Fluid	Volume gals	Cum Vol gals	Volume BBLs	Cum Vol BBLs	Fluid % of frac	Sand % of frac	Sand lbs	Cum. Sand lbs	Footage from CBP to Flush	Breaker lbs
		Top, ft.	Bot., ft																
1	MANCOS ZONE 1	9423	9424	3	3 Varied	Acid			Acid	250	250	6	6	0.3%					0
	MANCOS ZONE 1	9439	9440	3	3 Varied	Load well	0		Slickwater	8,951	9,201	213	219	9.3%					
	MANCOS ZONE 1	9458	9459	3	3	50 Slickwater Pad	0	0	Slickwater	14,051	14,051	335	554	14.6%					14
	MANCOS ZONE 1	9481	9482	3	3	50 Slickwater Pad	0.5	0.5	Xinked gel	13,801	37,052	329	882	14.3%			4,903		12
	MANCOS ZONE 1	9514	9515	3	3	50 Xinked gel + 0.5 ppg 40/70 sand	1	1	Xinked gel	9,809	46,857	233	1,116	10.2%	5.0%	4,903	4,903	28,513	25
	MANCOS ZONE 1	9533	9534	3	3	50 Xinked gel + 1 ppg 40/70 sand	2	2	Xinked gel	19,610	66,467	467	1,583	20.3%	20.0%	19,610	28,513	63,733	29
	MANCOS ZONE 1	9542	9544	3	3	50 Xinked gel + 2 ppg 40/70 sand	3	3	Xinked gel	19,610	86,077	467	2,048	20.3%	40.0%	39,220	63,733	96,060	20
	MANCOS ZONE 1	9568	9570	3	6	50 Xinked gel + 3 ppg 40/70 sand	3	3	Xinked gel	11,439	97,517	272	2,322	11.9%	35.0%	34,316	96,060		18
	MANCOS ZONE 1					50 Flush to Top Perf			Slickwater	9,201	106,717	219	2,541						119
2	MANCOS ZONE 2	9082	9083	3	50.8	<< Above pump time (min)			Acid	250	250	6	6	0.3%				50	0
	MANCOS ZONE 2	9096	9098	3	3 Varied	Load well	0		Slickwater	8,616	8,668	205	211	8.9%					
	MANCOS ZONE 2	9111	9113	3	6	50 Slickwater Pad	0	0	Slickwater	13,551	22,419	323	534	14.0%					13
	MANCOS ZONE 2	9127	9130	3	9	50 Slickwater Pad	0.5	0.5	Xinked gel	13,551	35,721	317	850	13.8%	5.0%	4,930	4,930	24,650	25
	MANCOS ZONE 2					50 Xinked gel + 0.5 ppg 40/70 sand	1	1	Xinked gel	9,860	45,611	255	1,085	10.2%	20.0%	19,720	24,650	64,000	30
	MANCOS ZONE 2					50 Xinked gel + 1 ppg 40/70 sand	2	2	Xinked gel	19,720	65,301	470	1,555	20.4%	40.0%	39,440	64,000	98,600	20
	MANCOS ZONE 2					50 Xinked gel + 2 ppg 40/70 sand	3	3	Xinked gel	19,720	85,021	470	2,024	20.4%	35.0%	34,510	98,600		18
	MANCOS ZONE 2					50 Xinked gel + 3 ppg 40/70 sand			Slickwater	11,503	96,524	274	2,298	11.9%				118	
	MANCOS ZONE 2					50 Flush to Top Perf				8,868	105,392	211	2,508						
3	MANCOS ZONE 3	8609	8611	3	50.2	<< Above pump time (min)			Acid	250	250	6	6	0.3%				50	0
	MANCOS ZONE 3	8728	8730	3	3 Varied	Load well	0		Slickwater	8,156	8,406	194	200	8.4%					
	MANCOS ZONE 3	8776	8778	3	6	50 Slickwater Pad	0	0	Slickwater	12,859	21,265	306	508	13.3%					13
	MANCOS ZONE 3	8831	8833	3	6	50 Xinked Spacer	0.5	0.5	Xinked gel	12,609	33,873	300	807	13.1%	5.0%	4,920	4,920	24,600	12
	MANCOS ZONE 3					50 Xinked gel + 0.5 ppg 40/70 sand	1	1	Xinked gel	9,840	43,713	224	1,041	10.2%	20.0%	19,680	24,600	63,960	25
	MANCOS ZONE 3					50 Xinked gel + 1 ppg 40/70 sand	2	2	Xinked gel	63,393	63,393	489	1,508	20.4%	40.0%	39,360	63,960	98,400	30
	MANCOS ZONE 3					50 Xinked gel + 2 ppg 40/70 sand	3	3	Xinked gel	19,680	83,073	489	1,978	20.4%	35.0%	34,440	98,400		17
	MANCOS ZONE 3					50 Xinked gel + 3 ppg 40/70 sand			Slickwater	11,480	94,553	273	2,251	11.9%				116	
	MANCOS ZONE 3					50 Flush to Top Perf				8,406	102,959	200	2,451						
4	MANCOS ZONE 4	7622	7633	3	48.0	<< Above pump time (min)			Acid	250	250	6	6	0.3%				58	0
	MANCOS ZONE 4	7944	7946	3	3 Varied	Load well	0		Slickwater	7,495	7,495	178	184	7.8%					
	MANCOS ZONE 4	8240	8244	3	6	50 Slickwater Pad	0	0	Slickwater	11,867	19,612	283	467	12.3%					12
	MANCOS ZONE 4				12	50 Xinked Spacer	0.5	0.5	Xinked gel	11,617	31,228	277	744	12.0%	5.0%	5,000	5,000	25,000	13
	MANCOS ZONE 4					50 Xinked gel + 0.5 ppg 40/70 sand	1	1	Xinked gel	10,000	61,228	238	982	10.4%	20.0%	20,000	25,000	65,000	25
	MANCOS ZONE 4					50 Xinked gel + 1 ppg 40/70 sand	2	2	Xinked gel	20,000	81,228	476	1,458	20.7%	40.0%	40,000	65,000	100,000	30
	MANCOS ZONE 4					50 Xinked gel + 2 ppg 40/70 sand	3	3	Xinked gel	20,000	81,228	476	1,458	20.7%	35.0%	35,000	100,000		20
	MANCOS ZONE 4					50 Xinked gel + 3 ppg 40/70 sand			Slickwater	11,867	92,894	276	2,212	12.1%				115	
	MANCOS ZONE 4					50 Flush to Top Perf				7,748	100,641	184	2,398						
Totals				21	47.9	<< Above pump time (min)				Total Fluid	415,709 gals		Flush depth 7,932		CBP depth 7,882	Total Sand	395,050	50	468
				98		3.3 <= Total Pump time (hours)					9,998 bbls		9,998 bbls					Total Breaker	

Total Stages	4	stages
Xlinked stages	4	stages
Total Slickwater	119,766	gallons
Total Xlinked gel	294,943	gallons
Total Flush	34,219	gallons
Dump bail acid + Tanks dead vol	1,630	gallons
Total Acid	1,000	gallons
Total 100-mesh sand	0	lbs
Total 40/70 sand	395,050	lbs

Supplied Chemicals - Job Totals

Friction Reducer	60	gals @	0.5	GPT
Surfactant	415	gals @	1.0	GPT
Clay Stabilizer	207	gals @	0.5	GPT
Biocide	166	gals @	0.40	GPT
Scale Inhibitor	412	gals @	1.00	GPT
Crosslinker	295	gals @	1.0	GPT
ph Control	74	gals @	0.3	GPT
Gelling agent	1327	gals @	4.5	GPT
Breaker 1	468	gals @	1-2	PPT
Breaker 2	2	gals @	0.5	lbs in flush
Iron Control for acid	3	gals @	3.0	GPT of acid
Corrosion Inhibitor for acid	3	gals @	3.0	GPT of acid
Surfactant for acid	1	gals @	1.0	GPT of acid

	Service Company Supplied Chemicals
	Third Party Chemicals

** The concentrations above are based on recent treatments performed; still, they are subject to change as per service company recommendation.

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING

CDW

X - Change of Operator (Well Sold)

Operator Name Change/Merger

The operator of the well(s) listed below has changed, effective:

10/7/2013

FROM: (Old Operator):

N2895-WIND RIVER II CORPORATION
 1245 E BRICKYARD RD, STE 110
 SALT LAKE CIT UT 84106

Phone: 1 (801) 466-4131

TO: (New Operator):

N3940-ANADARKO E&P ONSHORE LLC
 1099 18TH STREET STE 1800
 DENVER CO 80202

Phone: 1 (720) 929-6000

CA No.

Unit:

N/A

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
KELLY CYN 10-8-16-22	8	16S	22E	4301931458	15105	STATE	GW	S
THREE PINES 14-17-16-23	17	16S	23E	4301931457	15072	STATE	GW	TA

OPERATOR CHANGES DOCUMENTATION

Enter date after each listed item is completed

- (R649-8-10) Sundry or legal documentation was received from the **FORMER** operator on: 10/10/2013
- (R649-8-10) Sundry or legal documentation was received from the **NEW** operator on: 10/10/2013
- The new company was checked on the **Department of Commerce, Division of Corporations Database** on: 10/10/2013
- a. Is the new operator registered in the State of Utah: Business Number: 593715-0161
- 5a. (R649-9-2) Waste Management Plan has been received on: YES
- 5b. Inspections of LA PA state/fee well sites complete on: N/A
- 5c. Reports current for Production/Disposition & Sundries on: 10/10/2013
- Federal and Indian Lease Wells:** The BLM and or the BIA has approved the merger, name change, or operator change for all wells listed on Federal or Indian leases on: BLM N/A BIA N/A
- Federal and Indian Units:**
 The BLM or BIA has approved the successor of unit operator for wells listed on: N/A
- Federal and Indian Communization Agreements ("CA"):**
 The BLM or BIA has approved the operator for all wells listed within a CA on: N/A
- Underground Injection Control ("UIC")** Division has approved UIC Form 5 Transfer of Authority to **Inject**, for the enhanced/secondary recovery unit/project for the water disposal well(s) listed on: N/A

DATA ENTRY:

- Changes entered in the **Oil and Gas Database** on: 10/10/2013
- Changes have been entered on the **Monthly Operator Change Spread Sheet** on: 10/10/2013
- Bond information entered in RBDMS on: 10/10/2013
- Fee/State wells attached to bond in RBDMS on: 10/10/2013
- Injection Projects to new operator in RBDMS on: N/A
- Receipt of Acceptance of Drilling Procedures for APD/New on: N/A
- Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A

BOND VERIFICATION:

- Federal well(s) covered by Bond Number: N/A
- Indian well(s) covered by Bond Number: N/A
- a. (R649-3-1) The **NEW** operator of any state/fee well(s) listed covered by Bond Number 22013542
- b. The **FORMER** operator has requested a release of liability from their bond on: N/A

LEASE INTEREST OWNER NOTIFICATION:

- (R649-2-10) The **NEW** operator of the fee wells has been contacted and informed by a letter from the Division of their responsibility to notify all interest owners of this change on: N/A

COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> OTHER _____	5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
2. NAME OF OPERATOR: WIND RIVER II CORPORATION N2895	6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
3. ADDRESS OF OPERATOR: 1245 E Brickyard Rd Ste 110 CITY SALT LAKE CITY STATE UT ZIP 84106	7. UNIT or CA AGREEMENT NAME: ROCK SPRING
PHONE NUMBER: (801) 466-4131	8. WELL NAME and NUMBER: KELLY CANYON 10-8-16-22
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2025 FNL 2000 FWL	9. API NUMBER: 4301931458
CITY SALT LAKE CITY STATE UT ZIP 84106	10. FIELD AND POOL, OR WILDCAT: UNDESIGNATED

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 8 16S 22E S

COUNTY: GRAND

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Effective 10/7/2013 Wind River II Corporation resigns as operator of the referenced well and requests that the operator be designated and referenced well transferred from Wind River II Corporation to successor Anadarko E&P Onshore, LLC

Anadarko E&P Onshore, LLC will operate the well under the approved conditions and submitted APD utilizing Utah Blanket Bond Number 22013542.

W. Chris Latimer
Agent and Attorney-in-Fact

Anadarko E&P Onshore, LLC
1099 18th Street, Suite 1800
Denver, CO 80202
720-929-6000 N3940

Thomas W. Bachtell
President

Wind River II Corporation
1245 East Brickyard Road, Suite 110
Salt Lake City, UT, 84106
801-466-4131

NAME (PLEASE PRINT) Thomas W. Bachtell

TITLE President

SIGNATURE

DATE

October 7, 2013

(This space for State use only) SGW 15105

APPROVED

RECEIVED

(5/2000)

OCT 10 2013

(See Instructions on Reverse Side)

OCT 10 2013

OIL, GAS & MINING

Oil, Gas & Mining

Rachee Medina

Division of Oil, Gas and Mining
OPERATOR CHANGE WORKSHEET (for state use only)

ROUTING

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--	--

CA No.

Unit:

N/A

WELL NAME	SEC	TWN	RNG	API NO	ENTITY NO	LEASE TYPE	WELL TYPE	WELL STATUS
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COMMENTS:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

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QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SENW 8 16S 22E S

COUNTY: GRAND

STATE: UTAH

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Agent and Attorney-in-Fact

Anadarko E&P Onshore, LLC
1099 18th Street, Suite 1800
Denver, CO 80202
720-929-6000 N3940

Thomas W. Bachtell
President

Wind River II Corporation
1245 East Brickyard Road, Suite 110
Salt Lake City, UT, 84106
801-466-4131

NAME (PLEASE PRINT) Thomas W. Bachtell

TITLE President

SIGNATURE

DATE

October 7, 2013

(This space for State use only) SGW 15105

APPROVED

RECEIVED

(5/2000)

OCT 10 2013

(See Instructions on Reverse Side)

OCT 10 2013

OIL, GAS & MINING

Oil, Gas & Mining

Rachee Medina

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ FORM 8

(highlight changes)

5. LEASE DESIGNATION AND SERIAL NUMBER:

MI. 47564

6. IF INDIAN, ALLOTTEE OR TRIBE NAME

7. UNIT or CA AGREEMENT NAME

8. WELL NAME and NUMBER:

KELLY CANYON 10-8-16-22

9. API NUMBER:

43-019-31458

10. FIELD AND POOL, OR WILDCAT

WILDCAT11. QTR/QTR, SECTION, TOWNSHIP, RANGE,
MERIDIAN:**SENW 8 16S 22E SLB**

12. COUNTY

GRAND

13. STATE

UTAH

1a. TYPE OF WELL:

OIL
WELL ☐GAS
WELL ☒DRY ☐

OTHER _____

b. TYPE OF WORK:

NEW
WELL ☐HORIZ
LATS ☐DEEP-
EN ☐RE-
ENTR ☐DIFF.
RESVR. ☒OTHER **RECOMPLETE**

2. NAME OF OPERATOR:

ANADARKO E&P ONSHORE LLC

3. ADDRESS OF OPERATOR:

P.O. Box 173779

CITY **Denver**STATE **Co**ZIP **82017**

PHONE NUMBER:

720-929-6000

4. LOCATION OF WELL (FOOTAGES)

AT SURFACE: **2025 FNL 2000 FWL**

AT TOP PRODUCING INTERVAL REPORTED BELOW

AT TOTAL DEPTH:

14. DATE SPUDDED:

12/5/2005

15. DATE T. D. REACHED:

3/26/2006

16. DATE COMPLETED:

1/14/2014ABANDONED ☐READY TO PRODUCE ☒

17. ELEVATIONS (DF, RKB, RT, GL):

7339**RKB**

18. TOTAL DEPTH: MD

10376

19. PLUG BACK T.D. MD

8358

20. IF MULTIPLE COMPLETIONS, HOW MANY

21. DEPTH BRIDGE

MD **9870**TVD **10376**

TVD

TVD

22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each)

N/A

23

WAS WELL CORED?

NO ☒YES ☐

(Submit analysis)

WAS DST RUN?

NO ☒YES ☐

(Submit report)

DIRECTIONAL SURVEY?

NO ☒YES ☐

(Submit copy)

24. CASING AND LINER RECORD (Report all strings set in well)

HOLE SIZE	SIZE/GRADE	WEIGHT (#/ft.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
			NO	CHANGES					

25. TUBING RECORD

SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)
2.375	7923							

26. PRODUCING INTERVALS

FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)
(A) MANCOS	7932	9570		
(B)				
(C) SEE	ATTACHED	PERF	REPORT	
(D)				

27. PERFORATION RECORD

INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS
7,932 9,570	0.4	147	Open <input checked="" type="checkbox"/> Squeezed <input type="checkbox"/>
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>
			Open <input type="checkbox"/> Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.

DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
7932-9570	SEE ATTACHED INTERVAL FRAC STAGES.

29. ENCLOSED ATTACHMENTS:

☐ ELECTRICAL/MECHANICAL LOGS☐ GEOLOGICAL REPORT☐ DST REPORT☐ DIRECTIONAL SURVEY☐ SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICAT☐ CORE ANALYSIS☐ OTHER:

30. WELL STATUS:

SHUT-IN

31. INITIAL PRODUCTION

INTERVAL A (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST RATES:	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
12/21/2013	12/22/2014	24	→		94		FLOWING
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR RATES:	INTERVAL STATUS:
20/64		400				→	

INTERVAL B (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST RATES:	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
			→				
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR RATES:	INTERVAL STATUS:
						→	

INTERVAL C (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST RATES:	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
			→				
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR RATES:	INTERVAL STATUS:
						→	

INTERVAL D (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST RATES:	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
			→				
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR RATES:	INTERVAL STATUS:
						→	

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				MANCOS B	6513
				MN 32	8524
				MN 34	8716
				UPPER LBG SAND	8937
				LOWER LBG SHALE	9175
				TOP JUANA LOPEZ	9373
				DAKOTA SILT	9663

35. ADDITIONAL REMARKS (Include plugging procedures)

08/28/2013-SET CIBP @ 9870 DUMP BAIL 5 SXS CEMENT. 10/15/2013 DUMP BAIL ADDITIONAL 65' CEMENT ON TOP OF CIBP ETOC @ 9835. 10/23/2013-01/08/2014-FRAC 6 STAGES. CBP's REMAIN IN WELLBORE AT THE FOLLOWING DEPTHS-8410, 8898, 8900, 9290. 01/09/2014 C/O TO 8358 AND LAND TUBING @ 7923. 01/10/2014-01/14/2014 SWAB AND COMPLETE TEST, SHUT WELL IN FOR THE WINTER.

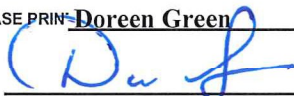
36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT)

Doreen Green

TITLE Regulatory Analyst II

SIGNATURE



DATE 2/19/2014

This report must be submitted within 30 days of

- completing or plugging a new well
- reentering a previously plugged and abandoned well
- drilling horizontal laterals from an existing well bore
- significantly deepening an existing well bore below the previous bottom-hole depth
- recompleting to a different producing formation
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top - Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340
Fax: 801-359-3940

US ROCKIES REGION
Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: MILES 2/2

Event: CONST- CAP WELL WORK

Start Date: 8/23/2013

End Date: 8/29/2013

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
8/23/2013	-							ROAD RIG & SPOT EQUIP 7 HRS. MIRU, T&CP 1,500 PSI BLEED OFF WELL, CHAIN UP EQUIP, CONTROL WELL W/ TMAC, TIE BACK & UNLAND TBG PULLING 55K REMOVE HANGER MIRU SCAN TECH, POOH SCANNED 180 JTS TBG, FINISH SCANNING IN AM. SWI, SDFN.
8/28/2013	7:00 - 18:00	11.00	COMP	41	A			SICP 500 PSI. MIRU, BLEED OFF WELL, WENT DEAD IN 20 MIN. MIRU CUTTERS RIH W/TEMP LOG TO 9270' POOH. ND WH NU BOP, PU RIH W/ 4.42" G/R TO 9020' POOH, PU 10K 5 1/2" CIBP POOH, AND SET @ 9870'. POOH PU RIH W/BAILER DUMP BAIL 5 SXS CEMENT POOH. PU AND RIH WITH CBL, PRESSURE UP CSG TO 1000 LBS, LOG FROM 8927-3000. ETOC @ 3270', BLEED PRESSURE OFF POOH RIG DOWN CUTTERS SDFN.
8/29/2013	-							FILL 5 1/2" AFTER GAS BUBBLES WORKED OUT 40 BBLs. P/T CSG TO 4,000 PSI W/H FLANGE STARTED LEAKING @ 3,750 PSI BLEED OFF TIGHTEN FLANGE, PRESS UP AGAIN TO 4,000 PSI, HELD 30 MIN. START 4,011 PSI, FINISH 3,990 PSI, LOST 21 PSI IN 30 MIN. TEST WITNESSED BY STATE REP BART KETTLE CELL 435-820-0862. TEST CHARTED BY CAMERON.

US ROCKIES REGION
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Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
10/14/2013	7:00 - 22:00	15.00	SUBSPR	50	B	P		WAIT ON WEST ROCKS BACK HOE, DUG OUT CELLAR CUT OFF 5K TBG CSG HEAD INSTALLED 10K TBG HEAD, SPOT IN MAN CAMP
10/15/2013	7:00 - 14:00	7.00	SUBSPR	52	B	P		RU CAMERON INSTALLED 10K TBG HEAD, TESTED VOID TO 5K GOOD NU WEATHERFORD 10K FRAC STACK FILL SURFACE CSG. MIRU CAMERON QUICK TEST. PRESSURE TEST CSG & FRAC VALVES 1ST PSI TEST T/ 7161 PSI. HELD FOR 15 MIN LOST 66 PSI. NO COMMUNICATION OR MIGRATION WITH SURFACE CSG BLEED OFF PSI. RU WL DUMP BAILED AN ADDITIONAL 65' CEMENT ON CIBP SWIFN
10/16/2013	7:30 - 12:00	4.50	SUBSPR	37		P		MIRU CUTTERS WL. PU 3 1/8 EXP GUN, 19 GM, .40 HOLE SIZE. RIH PERF MANCOS STG 1, F/ 9425-9570 AS PERF DESIGNED. 3 SPF, 30 HOLES. POOH. PU 3 SETS GUAGES. RIH SET GAUGES @ 9497'. RU WEATHERFORD PRES TESTED FRAC LINES T/ 6800 PSI GOOD PREFORMED DFIT AS FOLLOWS BROKE DOWN PERFS @ 4,240 PSI PUMPED 40 BBLs @ 2.5 BPM AVG PRESS 3850. ISIP 3,431 PSI. 5 MIN ISIP 3300 PSI. RUN D-FIT FOR 4 DAYS.
10/20/2013	12:00 - 12:15	0.25	FRAC	48		P		HSM. HIGH PSI LINES.
	12:15 - 17:00	4.75	FRAC	35	E	P		POOH W/ DH D-FIT TOOLS. STOP EVERY 500' FOR 2 MIN. PULL INTO FRAC VALVES. SHUT FRAC VALVE ON CABLE HEAD. D-FIT TOOLS FELL T/ BTM. CALL CUTTERS WL FOR WL FISHING TOOLS. SWIFN.
10/21/2013	7:00 - 7:15	0.25	FRAC	48		P		HSM. DO NOT WALK UNDER OR AROUND SLICKLINE
	7:15 - 15:00	7.75	FRAC	35	D	P		MIRU CUTTER WL. PU 3.95 OS W/ 1 1/16 GRAPPLE. EQUALIZE LUBE W/ 1500 PSI. OPEN WELL. RIH LATCH ON T/ FISH TOP @ 9720'. POOH. LD FISHING TOOL & FISH. (D-FIT TOOLS) RDMO CUTTERS WL. SWI. READY FOR FRAC.
10/23/2013	9:00 - 9:15	0.25	FRAC	48		P		HSM. HIGH PSI LINES.

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Spud Date: 12/5/2005

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Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

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UWI: Kelly Canyon 10-8-16-22

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	9:15 - 16:30	7.25	FRAC	36	F	P		MIRU WEATHERFORD FRAC SERV. WAIT FOR 6TH PUMP TRUCK. PSI TEST FRAC LINES T/ 8046 PSI. LOST 7 PSI. GOOD TEST. BLEED OFF PSI. WELL HEAD 1388 PSI, BRK 4800 PSI @ 7.1 BPM. INT ISIP 4452 PSI, FG. 0.9. PUMP 98,880# 40/70 SAND W/ 2720 BBLS X-LINKED FLUID. ISIP 5268 PSI, FG. 0.99, NPI 816 PSI. 5 MIN ISIP = 5226 PSI. 10 MIN ISIP = 5177 PSI. 15 MIN ISIP = 5043 PSI. SWI. MAX PSI = 7138 PSI, MAX RT = 49.2 BPM. AVG PSI = 6655 PSI, AVG RT = 42.5 BPM. USED 25# X-LINK FLUID. RDMO WEATHERFORD FRAC SERV. READY T/ SET KILL PLUG IN THE :AM.
10/24/2013	6:45 - 7:00	0.25	DRLOUT	48		P		HSM. SLIP, TRIPS & FALLS
	7:00 - 12:30	5.50	DRLOUT	34	I	P		MIRU CUTTERS WL. OPEN WELL 3000 PSI. PU 5 1/2, 8K HAL CBP. RIH SET KILL PLUG @ 9377'. POOH. SWI. RDMO CUTTERS WL. READY FOR DRL OUT.
10/26/2013	6:45 - 7:00	0.25	DRLOUT	48		P		HSM. SLIP, TRIPS, FALLS.
	7:00 - 15:30	8.50	DRLOUT	31	I	P		OPEN WELL 0 PSI. PREP & TALLY NEW 2 3/8, L-80 TBG. PU 4 5/8 BIT, X-DART, PUMP OPEN BIT SUB, 1.875 XN-NIP. RIH W/ 295 JTS TAG KILL PLUG @ 9377'.
	15:30 - 17:00	1.50	DRLOUT	44	C	P		RU DRL EQUIP. PSI TEST BOP T/ 3000 PSI. GOOD TEST. BLEED OFF PSI. BRK CONV CIRC. DRL OUT KILL PLUG @ 9377' IN 5 MIN. 200 PSI INCR. INT FLOW RT @ 80 BBLS HR.
	17:00 - 19:30	2.50	DRLOUT	31	I	P		CONT RIH. TAG BTM @ 9700'. POOH, LD 4 JTS BIT BECAME STUCK @ 9524'. WORK PIPE F/ 95,000# T/ 47,000#. DID NOT MAKE ANY HOLE. PU POWER SWIVEL. WORK PIPE. COULD NOT MAKE ANY HOLE. LEAVE WELL FLOWING T/ FBT UP CSG. SDFN. CURRENT FLOW RT @ 43 BBLS HR.
10/27/2013	6:45 - 7:00	0.25	DRLOUT	48		P		HSM.SLIP, TRIP, FALLS.
	7:00 - 9:00	2.00	DRLOUT	31	I	P		WELL FLOWED OVER NIGHT T/ FBT. BRK CONV CIRC. WORK PIPE W/ POWER SWIVEL. WORKED TBG DOWN 15'. STOPPED MAKING HOLE. SHUT DOWN PUMPING. RD POWER SWIVEL.

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Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	9:00 - 11:30	2.50	DRLOUT	34	A	P		MIRU CASEDHOLE SOLUTIONS. PU 1 7/16 FREE POINT TOOL. RIH FOUND TBG WAS STUCK @ BIT @ 9539'. POOH. LD FREE POINT TOOLS. PU 1 7/16 CHEM CUTTER. RIH W/ TBG CUTTER. SET TBG T/ CUT TBG @ 9534'. PULL UP ON TBG T/ 10,000 # OVER STING WEIGHT. FIRE CHEM CUTTER. LOST 10,000# ON TBG STRING. POOH W/ CHEM CUTTER. WL TOOLS. RDMO CASEDHOLE SOLUTIONS. FISH TOP @ 9534' FISH LENGTH = 5.40 FISH DISCRPTION- 1' L-80 TBG, XN-NIP, PUMP OPEN BS, X-OVER, 4 5/8 BIT.
	11:30 - 15:00	3.50	DRLOUT	31	I			POOH, LD 5 JTS TBG. PU 7 1/16 TBG HNGR. LAND TBG W/ KB =====> 20.00 7 1/16 TBG HNGR =====> 1.00 296 JTS 2 3/8, L-80 =====> 9388.00 EOT @ 9408' TBG IS OPEN ENDED. (((CUT TBG OFF 1' ABOVE XN-NIP))) ND BOP. NU WH. SWI FOR PSI BUILD UP. RDMO RIG.
10/30/2013	7:45 - 8:00	0.25	FLOWBK	48		P		HSM. HIGH PSI LINES
	8:00 - 15:00	7.00	FLOWBK	33	G	P		MIRU FOAM UNIT. FOAM WELL AROUND 2 TIMES. RECOVERD 174 BBLs.
10/31/2013	7:45 - 8:00	0.25	FLOWBK	48		P		HSM. HIGH PSI LINES
	8:00 - 15:00	7.00	FLOWBK	33	G	P		FOAM WELL AROUND 2 TIMES.
11/2/2013	15:30 - 15:45	0.25	FLOWBK	48		P		HSM. HIGH PSI LINES.
	15:45 - 18:00	2.25	FLOWBK	40	D	P		MIRU PLATNUM PUMP CREW T/ TBG. OPEN TBG 0 PSI. PUMP 8 BBLs WATER, FLOW W/ 20 BBLs XYLINE. FLUSH TBG W/ 36.3 BBLs FRESH WATER. TREATING PSI @ 63 PSI. TREATING RT @ 5.5 BPM. TBG PSI AFTER SHUT DOWN 0 PSI. SWI. SWAB LOAD BACK IN THE :AM.
	13:45 - 22:15	8.50	FLOWBK	42	B	P		13:45 MADE 1ST RUN. RECOVERD 1 BBL. 16:20 2ND RUN. RECOVERD 3 BBLs. 17:30 3RD RUN. RECOVER 3 BBLs. 19:00 SENT T/ SEP & FLARE. 22:10 4TH RUN. RECOVER 1 BBL. 22:15 SWIFN. LOAD RECOVERD FOR DAY = 7 BBLs. TOTAL RUNS MADE = 4 RUNS. FRAC LOAD RECOVERD = 44.98%

API Well Number: 43019314580000

US ROCKIES REGION

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Spud Date: 12/5/2005

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Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

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UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
11/3/2013	7:50 - 17:15	9.42	FLOWBK	42	B	P		7:50 1ST RUN. RECOVER = 3 BBLS 9:00 DROP 5 SOAP STICKS. SWI, WAIT FOR HYD FLUID FOR SWAB RIG. 13:05 FLOW WELL DOWN FBT. 13:45 2ND RUN. RECOVERD 3 BBLS. 15:00 SENT WELL T/ SEP. 15:30 3RD RUN. RECOVERD 2 BBLS. 16:05 4TH RUN. RECOVERD 1 BBL. 17:15 SWIFN. TOTAL BBL RECOVERD FOR DAY = 9 BBLS. TOTAL RUNS MADE = 4 RUNS. FRAC LOAD RECOVERD = 45.40%
11/6/2013	8:10 - 21:25	13.25	FLOWBK	42	B	P		8:10 START SWABBING. MADE 15 RUNS. RECOVERD 66 BBLS. 19:45 SENT WELL T/ FLARE ON 36/64 CHOKE. 19:50 ADJ T/ 30 CHOKE. 19:55 ADJ T/ 20 CHOKE. 21:25 SWIFN. FRAC LOAD RECOVERD = 47.75%.
11/9/2013	6:45 - 7:00	0.25	FLOWBK	48		P		HSM. OVER HEAD LOADS.
	7:00 - 14:00	7.00	FLOWBK	31	I	P		MIRU RIG. SICP = 1000 PSI. SITP = 300 PSI. BLOW WELL DOWN T/ FBT. PUMP 40 BBLS DOWN TBG & CSG W/ RIG PUMP. ND WH. NU BOP. UNLAND TBG. LD 7 1/16 TBG HNDR. POOH STD BACK 290 JTS. LD 5 GOOD JTS & 1 JTS W/ 1'ON PIN END CUT OFF, ON TBG FLOAT.
	14:00 - 16:00	2.00	FLOWBK	34	I	P		MIRU CUTTERS WL. PU 5 1/2 12K HAL CBP. RIH SET CBP @ 9290'. POOH. RDMO CUTTERS WL.
	16:00 - 17:00	1.00	FLOWBK	31	I	P		PU 2 3/8 NOTCH COLLAR. RIH W/ 100 JTS. SWIFN. EOT @ 3170'.
11/10/2013	6:45 - 7:00	0.25	FLOWBK	48		P		HSM. SLIP, TRIPS & FALLS.
	7:00 - 9:00	2.00	FLOWBK	31	I	P		OPWN WELL 0 PSI. CONT RIH F/ 3175'. TAG ISO PLUG W/ 293 JTS @ 9290'.
	9:00 - 10:30	1.50	FLOWBK	31	H	P		RU PUMP & LINES. BRK CONV CIRC. CIRC WELL CLEAN W/ 240 BBLS T-MAC.
	10:30 - 15:00	4.50	FLOWBK	31	I	P		XO- TBG EQUIP. POOH, LD 10 JT. STD BACK 283 JT. LD NOTCH COLLAR. RD TBG EQUIP & RIG FLOOR
	15:00 - 16:30	1.50	FLOWBK	52	E	P		RIG PUMP T/ CSG. PSI TEST CSG, PLUG & FRAC VALVE T/ 3000 PSI. GOOD TEST. BLEED OFF PSI. SWIFN.
11/11/2013	6:45 - 7:00	0.25	FLOWBK	48		P		HSM. HIGH PSI LINES
	7:00 - 10:00	3.00	FLOWBK	37	B	P		MIRU CUTTERS WL. PU 3 1/8 EXP GUN, 19 GM, .40 HOLE SIZE, 120 DEG PHASING. RIH PERF STG 2 AS DESIGNED. POOH, LD GUNS.

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	10:00 - 11:00	1.00	FLOWBK	35	E	P		PU DELSCO D-FIT TOOLS. (3 MEMORY GAUGES, SET @ 1 SEC INTERVALS) RIH SET GAUGES @ 9106'.
	11:00 - 12:30	1.50	FLOWBK	33	I	P		MIRU PRO PETRO PUMP TRUCK. OPEN WELL 0 PSI. PUMP 6 BBLs T/ FILL & BRK. FOLLOW W/ 20 BBLs FOR PUMP IN. BRK @ 4875 PSI, RT @ 2.07 BPM. ISIP 3450 PSI, FG .83. 5 MIN 3170 PSI. SWI. RDMO PRO PETRO.
11/15/2013	11:45 - 12:00	0.25	FLOWBK	48		P		HSM. DONT STAND UNDER WL WHILE WORKING.
	12:00 - 16:00	4.00	FLOWBK	35	E	P		POOH W/ D-FIT GAUGES, STOPPING EVERY 500' & TAKING PSI READING. WHILE CUTTERS POOH, OBTAIN HYDROCARBON SAMPLE F/ BLUBBER LINE (BLUBBER LINE IS A HOSE THAT COMES F/ THE TOP OF WL LUBE). SAMPLE APPEARS TO BE VERY LIGHT AND THIN, SMELLS LIKE PAINT THINNER, POSSIBLY COULD BE RESIDUAL XYLENE FROM JUANA LOPEZ STAGE. RDMO CUTTERS WL. OPEN WELL T/ FBT. FLOW BACK 21 BBLs FLUID W/ A SHEAN OF OIL ON TOP OF FLUID. OIL LOOKS THE SAME AS BLUBBER LINE SAMPLES. SWIFN.
11/16/2013	6:45 - 7:00	0.25	FRAC	48		P		HSM. HIGH PSI LINES.
	7:00 - 8:30	1.50	FRAC	40	D	P		MIRU JDM HOT OIL TRUCK. SICP = 1100 PSI. OPEN WELL PUMP 12 BBLs XYLENE MIXED WITH ASPHALTENE INHIBITOR & MUTUAL SOLVENT, FLUSH W/ 2 BBL T-MAC. SWI. RDMO HOT OILER.
	8:30 - 15:00	6.50	FRAC	36	B	P		MIRU WEATHERFORD FRAC CREW. PSI TEST FRAC LINES T/ 8151 PSI. LOST 618 PSI. GOOD TEST, BLEED OFF PSI. OPEN WELL 1597 PSI. BRK @ 4794 PSI, RT @ 5.1 BPM. ISIP 3846 PSI, FG @ .85. PUMPED PAD VOLUME AS DESIGN BUT COULD NOT GET RATE OVER 33 BPM DUE TO HIGH TREATING PSI. XOVER TO 17# LINEAR GEL & 2000# OF SAND TO SCOUR PERFS. TREATING PSI DROPPED AS SAND HIT BUT STILL COULD NOT GET SUFFICIENT RATE TO START DESIGN SAND RAMP. FLUSH WELLBORE AND SHUTDOWN FRAC. SWI. WINTERIZE WELL HEAD. *** CALL FOR PERF GUNS TO PERF SILT/SAND ABOVE CURRENT SHALE PERFS. TOTAL FLUID PUMP = 987 BBLs
	15:00 - 18:00	3.00	FLOWBK	33	A	P		LEAVE WELL SHUT IN FOR 2HRS T/ LET GEL BRK. SIWP = 2800 PSI. 17:00 OPEN WELL T/ FBT.
11/17/2013	7:45 - 8:00	0.25	FRAC	48		P		HSM. WORKING AROUND WL & HIGH PSI LINES.

API Well Number: 43019314580000

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	8:00 - 8:00	0.00	FLOWBK	33	A	P		WELL FLOWED OVER NIGHT, RECOVERD 142 BBLS.
	8:00 - 9:30	1.50	FRAC	37	B	P		PU 3 1/8 EXP GUN, 19 GM, .40 HOLES SIZE, 4 SPF, 24 HOLE. RIH PERF 16 HOLES F/ 9064'-68' & 8 HOLES F/ 9045'-47'. 24 NEW HOLES SHOT. POOH. RD CUTTERS.
	9:30 - 14:00	4.50	FRAC	36	B	P		OPEN WELL 1717 PSI. WHP 1717 PSI, BRK 5765 PSI @ 11 BPM. DIDNT SHUT DOWN FOR INT ISIP. FINAL ISIP 2793 PSI, FG. 0.74. MP = 6891 PSI, MR = 51BPM. AP = 5637 PSI, AR = 48 BPM. 5 MIN = 2500 PSI. 10 MIN = 2446 PSI. 15 MIN = 2425 PSI. SWI. RDMO FRAC CREW. TOTAL SAND PUMPED = 105,440 LBS. TOTAL FLUID PUMPED TODAY = 2806 BBLS. TOTAL FLUID LEFT T/ RECOVER = 3651 BBLS
	14:00 - 15:00	1.00	FRAC	34	I	P		PU 5 1/2, 8K HAL KILL PLUG. RIH SET KILL PLUG @ 8984'. BLEED OFF WELL ABOVE KILL PLUG. POOH. RDMO CUTTERS WL.
	15:00 - 17:00	2.00	DRLOUT	31	I	P		ND 10K FRAC VALVES. NU BOP. RU RIG FLOOR & TBG EQUIP. PU 4 5/8 BIT, XO, X-DART, PUMP OPEN BIT SUB. 1.875 XN-NIP. RIH W/ 60 JTS. EOT @ 1900'. SWIFN.
11/18/2013	6:45 - 7:00	0.25	DRLOUT	48		P		HSM. STAY OFF FLOOR WHILE SWIVEL IS TURNING.
	7:00 - 9:30	2.50	DRLOUT	31	I	P		OPEN WELL 0 PSI. CONT RIH W/ TBG F/ 1900'. TAG KILL SAND @ 8974'.

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	9:30 - 15:00	5.50	DRLOUT	44	C	P		= RU DRL EQUIP. FILL TBG & CSG W/ 35 BBLS T-MAC. PSI TEST BOP T/ 3000 PSI. GOOD TEST. BLEED OFF PSI. BRK CONV CIRC. DRL OUT 10' SAND & KILL PLUG @ 8984' IN 12 MIN. 100 PSI INCR. CONT RIH TAG SAND @ 9238'. CIRC DOWN T/ 9278'. CIRC WELL CLEAN W/ 210 BBLS. SHUT DOWN CIRC. RD DRL EQUIP. POOH W/ 12 JTS. PU 7 1/16 TBG HGR. LAND TBG W/ KB =====> 20.00 7 1/16 TBG HGR =====> 1.00 284 JTS 2 3/8 L-80 =====> 9008.32 PUMP OPEN BS, XN =====> 4.40 EOT @ 9034' ND BOP. NUWH. SICP = 1900 PSI. RIG PUMP T/ TBG. ATTM T/ PUMP BIT OPEN. PRESSURED UP T/ 3500 PSI ON TBG. WHILE ATTM T/ PUMP BIT OFF, CSG PRESSUR UP T/ 3500 PSI. SAME AS TBG. BIT WOULD NOT PUMP OPEN. BLEED OFF TBG & CSG PSI. PUMP BIT OPEN W/ 1700 PSI. OPEN TBG T/ FBT ON OPEN CHOKE. TURN WELL OVER T/ FBC. ((BEFORE OPENNING TBG T/ FBT CSG & TBG HAD 2000 PSI.)) TOTAL LOAD = 3651 BBLS. RIG RECOVERD = 157 BBLS. LEFT T/ RECOVER = 3494 BBLS. RACK OUT RIG EQUIP. RDMO RIG.

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UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
11/20/2013	13:30 - 17:00	3.50	FLOWBK	42	B	P		<p>WELL FREE-FLOWING @ 2.5 BPH. OPEN WELL TO 2" GUTLINE FOR SWABBING OPS. MIRU DELSCO SWAB RIG.</p> <p>RUN #1: CSG: 550 PSI; FL: SURFACE; SWAB DEPTH: 3700'. FLUID RECOVERED: 15 BBLS; 100% WATER; TBG ON SLIGHT BLOW.</p> <p>RUN #2. CSG: 550 PSI; FL: 900'; SWAB DEPTH: 3700'; FLUID RECOVERED: 5 BBLS; 100% WATER; TBG ON SLIGHT BLOW.</p> <p>RUN #3.CSG: 550 PSI; FL: 900'; SWAB DEPTH: 3800'; FLUID RECOVERED: 5 BBLS; 100% WATER; TBG ON SLIGHT BLOW.</p> <p>RUN #4. CSG: 500 PSI; FL: 900'; SWAB DEPTH: 3700'; FLUID RECOVERED: 5 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #5. CSG: 475 PSI; FL: 2800'; SWAB DEPTH: 4000'; FLUID RECOVERED: 5 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #6. CSG: 460 PSI; FL: 2200'; SWAB DEPTH: 4500'; FLUID RECOVERED: 6 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #7. CSG: 450 PSI; FL: 3200'; SWAB DEPTH: 4600'; FLUID RECOVERED: 6 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #8. CSG: 425 PSI; FL: 3600'; SWAB DEPTH: 5600'; FLUID RECOVERED: 7 BBLS; 100% WATER; TBG ON SUCK.</p> <p>CHANGE OIL SAVER & RIG OFF TBG. SWI TO BUILD PSI.</p> <p>TOTAL SWAB FLUID RECOVERED: 54 BBLS. TOTAL LOAD RECOVERED: 552 BBLS (15%).</p>

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
11/21/2013	7:00 - 17:00	10.00	FLOWBK	42	B	P		<p>FROM OVERNIGHT PSI BUILDUP: SICP: 775 PSI; SITP: 80 PSI</p> <p>OPEN WELL TO FBT THRU 2' GUTLINE & BLED OFF TO 0 PSI, NO FLUID.</p> <p>RU SWAB EQUIP TO TBG.</p> <p>RUN #1: CSG: 750 PSI; FL: 1600'; SWAB DEPTH: 3300'. FLUID RECOVERED: 8 BBLS; 100% WATER; TBG ON SLIGHT BLOW.</p> <p>RUN #2. CSG: 690 PSI; FL: 1400'; SWAB DEPTH: 3300'; FLUID RECOVERED: 8 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #3.CSG: 650 PSI; FL: 2200'; SWAB DEPTH: 4400'; FLUID RECOVERED: 8 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #4. CSG: 600 PSI; FL: 2400'; SWAB DEPTH: 4400'; FLUID RECOVERED: 5 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #5. CSG: 590 PSI; FL: 2600'; SWAB DEPTH: 5000'; FLUID RECOVERED: 11 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #6. CSG: 550 PSI; FL: 3200'; SWAB DEPTH: 5500'; FLUID RECOVERED: 10.5 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #7. CSG: 510 PSI; FL: 3600'; SWAB DEPTH: 6000'; FLUID RECOVERED: 10.5 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #8. CSG: 500 PSI; FL: 3800'; SWAB DEPTH: 5400'; FLUID RECOVERED: 8 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #9. CSG: 490 PSI; FL: 3800'; SWAB DEPTH: 5400'; FLUID RECOVERED: 5 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #10. CSG: 440 PSI; FL: 4200'; SWAB DEPTH: 6000'; FLUID RECOVERED: 8 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #11. CSG: 470 PSI; FL: 4000'; SWAB DEPTH: 5600'; FLUID RECOVERED: 3 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #12. CSG: 470 PSI; FL: 4400'; SWAB DEPTH: 6700'; FLUID RECOVERED: 8 BBLS; 100% WATER; TBG ON SUCK.</p> <p>RUN #13. CSG: 470 PSI; FL: 4800'; SWAB DEPTH:</p>

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US ROCKIES REGION

Operation Summary Report

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Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

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UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
								7200'; FLUID RECOVERED: 5 BBLS; 100% WATER; TBG ON SUCK. PULL LINE, CHANGE ROPE SOCKET.
								RUN #14. CSG: 475 PSI; FL: 5400'; SWAB DEPTH: 7600'; FLUID RECOVERED: 8 BBLS; 100% WATER; TBG ON SUCK.
								RUN #15. CSG: 450 PSI; FL: 5400'; SWAB DEPTH: 7200'; FLUID RECOVERED: 3 BBLS; 100% WATER; TBG ON SUCK.
								RIG OFF TBG. SWIFN. BLOW OUT FLOWLINES & WINTERIZE WELLHEAD.
								TOTAL FLUID RECOVERED TODAY: 109 BBLS TOTAL FLUID RECOVERED: 672 BBLS (18% OF FRAC LOAD RECOVERED)

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
11/22/2013	7:00 - 17:00	10.00	FLOWBK	42	B	P		<p>PRESSURE BUILD UP OVERNIGHT: SICP: 600 PSI, SITP: 5 PSI. OPEN WELL TO FBT, BLED TO 0 PSI, NO FLUID.</p> <p>THAW OUT SWAB EQUIPMENT. RU TO SWAB TBG.</p> <p>RUN #1: CSG: 620 PSI; FL: 4200'; SWAB DEPTH: 5600'; FLUID RECOVERED: 10.5 BBLS, 100% MURKY, DARK WATER, TBG ON SUCK.</p> <p>RUN #2: CSG: 600 PSI; FL: 4200'; SWAB DEPTH: 6100'; FLUID RECOVERED: 8 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #3: CSG: 590 PSI; FL: 4600'; SWAB DEPTH: 7200'; FLUID RECOVERED: 8 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #4: CSG: 580 PSI; FL: 4900'; SWAB DEPTH: 7200'; FLUID RECOVERED: 2.5 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #5: CSG: 580 PSI; FL: 4900'; SWAB DEPTH: 5400'; FLUID RECOVERED: 8 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #6: CSG: 575 PSI; FL: 5200'; SWAB DEPTH: 7200'; FLUID RECOVERED: 5 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #7: CSG: 560 PSI; FL: 5400'; SWAB DEPTH: 7400'; FLUID RECOVERED: 8 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #8: CSG: 560 PSI; FL: 5800'; SWAB DEPTH: 7400'; FLUID RECOVERED: 5 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #9: CSG: 550 PSI; FL: 6200'; SWAB DEPTH: 8000'; FLUID RECOVERED: 5 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #10: CSG: 550 PSI; FL: 6200'; SWAB DEPTH: 7700'; FLUID RECOVERED: 8 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #11: CSG: 540 PSI; FL: 6300'; SWAB DEPTH: 8000'; FLUID RECOVERED: 8 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #12: CSG: 520 PSI; FL: 6800'; SWAB DEPTH: 8300'; FLUID RECOVERED: 4 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #13: CSG: 520 PSI; FL: 6800'; SWAB DEPTH: 8400'; FLUID RECOVERED: 8 BBLS, 100% WATER,</p>

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
								TBG ON SUCK.
								RUN #14: CSG: 530 PSI; FL: 7000'; SWAB DEPTH: 9000'; FLUID RECOVERED: 5 BBLS, 100% WATER, TBG ON SUCK.
								RUN #15: CSG: 510 PSI; FL: 7300'; SWAB DEPTH: 9000'; FLUID RECOVERED: 3 BBLS, 100% WATER, TBG ON SUCK.
								RIG OFF TBG AND SDFN. SWI, BLOW OUT LINES, AND WINTERIZE WELLHEAD.
								TOTAL LOAD RECOVERED TODAY: 96 BBLS TOTAL LOAD RECOVERED: 768 BBLS (21% OF FRAC LOAD)

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

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Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

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UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
11/23/2013	7:00 - 17:00	10.00	FLOWBK	42	B	P		<p>PRESSURE BUILD UP OVERNIGHT: SICP: 780 PSI, SITP: 80 PSI. OPEN WELL TO FBT, BLED TO 0 PSI, NO FLUID.</p> <p>THAW OUT SWAB EQUIPMENT. RU TO SWAB TBG.</p> <p>RUN #1: CSG: 720 PSI; FL: 5400'; SWAB DEPTH: 6900'; FLUID RECOVERED: 5 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #2: CSG: 820 PSI; FL: 5400'; SWAB DEPTH: 7000'; FLUID RECOVERED: 5 BBLS, 100% WATER, TBG ON SUCK.</p> <p>RUN #3: CSG: 775 PSI; FL: 6400'; SWAB DEPTH: 8400'; FLUID RECOVERED: 5 BBLS, 100% WATER. TBG ON SUCK.</p> <p>RUN #4: CSG: 710 PSI; FL: 4400'; SWAB DEPTH: 8300'; FLUID RECOVERED: 5 BBLS, 100% WATER, TBG STARTED FLOWING, PUT ON 32/64TH CHOKE, FTP: 260 PSI & CSG PSI FALLING FAST. 1 HOUR LATER WELL WAS BLOWING LIGHT GAS TO TANK, NO FLUID. SWI TO BUILD PSI. SICP = 150 PSI, SITP = 4 PSI. OIL PRESENT IN FLOWBACK TANK.</p> <p>ONE HOUR BUILD UP: SICP= 200 PSI, SITP= 30 PSI.</p> <p>RUN #5: FL: 8600'; SWAB DEPTH: 9000'; FLUID RECOVERED: 0 BBLS, TBG ON SLIGHT BLOW.</p> <p>RUN #6: CSG: 150 PSI; FL: 8975'; SWAB DEPTH: 9000'; FLUID RECOVERED: 0 BBLS, TBG STARTED FLOWING. RECOVERED 3 BBLS FLUID & WELL DIED, TRACE OF OIL.</p> <p>RUN #7: CSG: 200 PSI; FL: 8600'; SWAB DEPTH: 9000'; FLUID RECOVERED: 1.5 BBLS, TRACE OF OIL, TBG ON SLIGHT BLOW.</p> <p>RIG OFF OF TBG, SWIFN TO BUILD PSI, BLOW DOWN FLOW LINES, & WINTERIZE WELLHEAD.</p> <p>TOTAL FLUID RECOVERED TODAY = 25 BBLS (2 BBLS OIL) TOTAL FLUID RECOVERED = 792 BBLS (22% OF FRAC LOAD)</p>

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US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

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Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

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Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
11/24/2013	9:30 - 11:00	1.50	FLOWBK	42	B	P		<p>PRESSURE BUILD UP OVERNIGHT: SICP: 500 PSI, SITP: 135 PSI. OPEN WELL TO FBT, BLED TO 0 PSI, NO FLUID.</p> <p>THAW OUT SWAB EQUIPMENT. RU TO SWAB TBG.</p> <p>RUN #1: CSG: 550 PSI; FL: 5300'; SWAB DEPTH: 7300'; FLUID RECOVERED: 0 BBLS, TBG ON SLIGHT BLOW.</p> <p>RUN #2: CSG: 540 PSI; FL: 7700'; SWAB DEPTH: 8300'; FLUID RECOVERED: 1 BBLS, WATER & TRACE OF OIL, TBG STARTED FLOWING. RECOVERED A TOTAL OF 4.5 BBLS & STOPPED BRINGING FLUID.</p> <p>RDMO SWAB RIG TO THREE PINES 14-17-16-23.</p> <p>LEFT TBG OPEN TO FBT FOR AFTERNOON AND NEVER RECOVERED ANY ADDITIONAL FLUID. SWIFN @ APPROX. 9 P.M. FOR PSI BUILD UP.</p> <p>TOTAL FLUID RECOVERED TODAY = 5 BBLS TOTAL FLUID RECOVERED = 797 BBLS (22% OF FRAC LOAD)</p>

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US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

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Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
11/25/2013	11:00 - 17:00	6.00	FLOWBK	42	B	P		<p>PRESSURE BUILD UP OVERNIGHT: SICP= 710 PSI, SITP: 65 PSI.</p> <p>OPEN WELL TO FBT, WELL BLED TO 0 PSI, NO FLUID.</p> <p>RU SWAB RIG TO TBG.</p> <p>RUN #1: CSG = 710 PSI; FL: 5500 ; SWAB DEPTH: 7400' , FLUID RECOVERED: 8.5 BBLS WATER, 0.5 BBLS OIL , WELL STARTED FLOWING HEAVY GAS.</p> <p>TURN WELL THROUGH FLOWBACK EQUIP AND SEND GAS TO FLARE. FCP: 760 PSI; FTP: 450 PSI; 1.8 MMCFD RATE ON 32/64 CHOKE. PINCH BACK TO 20/64 CHOKE AND RATE DROPPED TO 1.2 MMCFD. STRAIGHT GAS NO FLUID. CSG PSI FALLING FAST. OPENED CHOKE 4/64TH EVERYTIME GAS RATE FELL BELOW 600 MCFD TO ENSURE CRITICAL VELOCITY TO BRING FLUID.</p> <p>LEFT WELL TO SALES FOR APPROX 4 HOURS, GAS RATE FELL TO 30 MCFD ON 32/64TH, NEVER BROUGHT ANY FLUID. CSG = 240 PSI, TBG = 15 PSI. CUM GAS FLARED = 58 MCF. OPEN WELL TO FBT TO PREPARE TO SWAB.</p> <p>RUN #2: CSG = 250 PSI; FL: 8800',SWAB DEPTH: 9000'; FLUID RECOVERED: 2.5 BBLS, 100% WATER, TUBING BLOWING STRAIGHT GAS AT 20 PSI. SWIFN TO BUILD PSI AND WINTERIZE WELLHEAD.</p> <p>TOTAL FLUID RECOVERED TODAY = 12 BBLS TOTAL FLUID RECOVERED = 809 BBLS (22% OF FRAC LOAD)</p>

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US ROCKIES REGION

Operation Summary Report

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Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
11/26/2013	7:00 - 18:00	11.00	FLOWBK	42	B	P		<p>OVERNIGHT PSI BUILDUP: SICP = 600 PSI; SITP = 250 PSI. OPEN WELL TO FLOWBACK EQUIP ON 20/64 CHOKE, INITIAL RATE OF 627 MCFD. WELL FLOWED STRAIGHT GAS FOR APPROX 3 HOURS BEFORE ATTEMPTING FIRST SWAB RUN.</p> <p>RUN #1: CSG: 350 PSI; FL: 8200'; WITH THE WELL STILL FLOWING - GAS CUT FLUID 8200'-9000'; SWAB DEPTH: 9000'; FLUID RECOVERED: 2.5 BBLS; 100% WATER. FOLLOWING SWAB RUN - FTP = 150 PSI, 515 MCFD. WELL FLOWED STRAIGHT GAS FOR APPROX 2 HOURS. WELL DIED OFF, OPEN WELL T/ FBT TO ATTEMPT 2ND RUN.</p> <p>RUN #2: CSG= 175 PSI, FL= 8900'; SWAB DEPTH = 9000', FLUID RECOVERED = 1 BBLS, 100% WATER. TBG BLOWING GAS. LET TBG BLOW T/ FBT FOR APPROX 2 HOURS. NOT ENOUGH PSI T/ SEND THRU FLOWBACK EQUIP.</p> <p>RUN #3: CSG = 160 PSI, FL: 8900', SWAB DEPTH = 9000', FLUID RECOVERED = 1 BBL WATER, 0.5 BBL OIL,. TBG ON BLOW. LET WELL FLOW T/ FBT FOR APPROX 1 HOUR. SWIFN TO BUILD PSI.</p> <p>TOTAL GAS FLARED TODAY = 44 MCF. TOTAL FLUID RECOVERED TODAY = 4.5 BBLS WTR, 0.5 BBLS OIL TOTAL LOAD RECOVERED = 812 BBLS (22% OF FRAC LOAD)</p>
11/27/2013	7:00 - 9:00	2.00	FLOWBK	42	B	P		<p>OVERNIGHT PSI BUILDUP: SICP:525 PSI, SITP:300 PSI.</p> <p>OPEN WELL TO FLOWBACK EQUIP ON 20/64TH CHOKE. WELL BROUGHT UP FLUID & KICKED OFF ON ITS OWN.</p> <p>RD SWAB RIG AND ROAD RIG T/ THREE PINES 14-17.</p> <p>COLLECT OIL SAMPLES AND MONTIOR FLOWRATE & PRESSURE FOR APPROX 3 HOURS UNTIL WELL DIED. SWI, WINTERIZE WELLHEAD, & SEND FLOWBACK CREW HOME FOR HOLIDAY.</p>
12/3/2013	6:45 - 7:00	0.25	FRAC	48		P		HSM. ROAD RIG.
	7:00 - 13:30	6.50	FRAC	30	G	P		ROAD RIG F/ BITTER CREEK YARD T/ KELLY CANYON.
	13:30 - 17:00	3.50	FRAC	31	I	P		<p>MIRU RIG. SICP 300 PSI. TP 0 PSI. BLOW WELL DOWN T/ FBT. ND WH. NUBOP. UNLAND TBG. LD 7 1/16 TBG HNGR. POOH W/ 58 JTS. EOT @ 7277'. SWIFN.</p>
12/4/2013	6:45 - 7:00	0.25	FRAC	48		P		HSM. SLIP, TRIPS & FALLS.

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US ROCKIES REGION

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Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	7:00 - 11:00	4.00	FRAC	31	I	P		SICP = 1000 PSI. BLOW WELL DOWN T/ FBT. POOH W/ 284 JTS 23/8 TBG. LD 16 JTS FOR DRL OUT. LD 45/8 BIT, PUMP OPEN BIT SUB, 1.875 XN. WAIT FOR ROAD GRADER TO BLADE SNOW OFF ROAD. (3' t/ 4' snow drifts over the road)
	11:00 - 15:00	4.00	FRAC	46	C	S		MIRU CUTTERS WL. PU 51/5, 12K HAL CBP. RIH SET ISO PLUG @ 8900'. POOH, RDMO CUTTERS WL. WINTERIZE WELL HEAD. SWIFN.
	15:00 - 18:00	3.00	FRAC	34	I	P		HSM. FROST BITE.
12/5/2013	6:45 - 7:00	0.25	FRAC	48		P		OPEN WELL 0 1.875 XN-NIPPLE. RIH W/ 280 JTS 23/8 TBG. EOT @ 8890'.
	7:00 - 12:00	5.00	FRAC	31	I	P		RU PUMP & LINES. BRK CONV CIRC. CIRC WELL W/ 340 BBLS T-MAC. SHUT DOWN PUMPING. WINTERIZE PUMP & LINES.
	12:00 - 14:00	2.00	FRAC	31	H	P		POOH W/ 280 JTS 23/8 TBG. LD XN-NIP. SWIFN. WINTERIZE WELL HEAD.
	14:00 - 17:00	3.00	FRAC	31	I	P		HSM, COLD WEATHER
12/6/2013	6:45 - 7:00	0.25	FRAC	48		P		OPEN WELL 0 PSI. ND BOP. NU 71/16 x 10K FRAC VALVE. PUMP 100 GAL DIESEL. PUMP 12 T-MAC T/ FILL WELL. PSI TEST FRAC VALVES T/ 3000 PSI W/ RIG PUMP. GOOD TEST. BLEED OFF PSI. MIRU CUTTERS WL. RU LUBE W/ HEAT TAPE & TARP. PU 31/8 EXP PERF GUN, 19 GM, .40 HOLE SIZE. 120 DEG PHASING. 6 HOLES. RIH W/ 2' PERF GUN. SHOOT 6 HOLES F/ 8609'-11'. POOH. LD GUN. PU D-FIT MEMORY TOOLS.(3 MEMORY GAUGES) RIH SET GAUGES MID PERF @ 8610'. WINTERIZE WELL HEAD. SDFN.
	7:00 - 14:00	7.00	FRAC	37	B	P		READY FOR WEATHERFORD PUMP TRUCK IN THE :AM.
12/7/2013	10:00 - 10:15	0.25	FRAC	48		P		HSM. HIGH PSI LINES.
	10:15 - 13:30	3.25	FRAC	33	I	Z		MIRU WEATHERFORD PUMP TRUCK. WEATHERFORD BROUGHT OUT THE WRONG CABLE FOR THERE COMPUTER. PUMPED JOB W/OUT CHART.
	13:30 - 13:49	0.32	FRAC	33	I	P		PSI TEST PUMP LINES T/ 8400 PSI. GOOD TEST. BLEED OFF PSI. OPEN WELL. WHP = 184 PSI FILL & BRK W/ 4 BBLS T-MAC. BRK @ 5046 PSI, RT = 1.8 BPM. PUMP 10 BBLS T-MAC FOR D-FIT @ 2 BPM. MAX PSI = 5046. MAX RT = 2.1 BPM. AVG PSI = 4376. AVG RT = 2.0 BPM. ISIP = 3150 PSI, FG .80. 5 MIN = 2286 PSI.
	13:49 - 15:00	1.18	FRAC	33	E	P		RDMO WEATHERFORD PUMP TRUCK. SDFWE.

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

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Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
12/10/2013	10:45 - 11:00	0.25	FLOWBK	48		P		HSM. FROST BITE
	11:00 - 14:30	3.50	FLOWBK	34	J	P		POOH W/ D-FIT F/ 8610'. LD D-FIT TOOLS. PU 3 1/8 EXP 2' GUN, 19 GM, .40 HOLE SIZE, 3 SPF, 6 HOLES. RIH SHOOT 6 HOLES F/ 8728'-30'. POOH.
	14:30 - 17:00	2.50	FLOWBK	30	F	P		OPEN WELL T/ FBT. WELL FLOWING. ND TOP FRAC VALVE. NU BOP. LET WELL FLOW T/ FBT. FLOW WELL OVER NIGHT.
12/11/2013	6:45 - 7:00	0.25	FLOWBK	48		P		HSM. WORKING IN COLD WEATHER.
	7:00 - 11:30	4.50	FLOWBK	31	I	P		WELL FLOWED OVER NIGHT. MADE 5 BBL. PU 5 1/2 HD PKR. RIH W/ 273 JTS 23/8 L-80 TBG. P/U 4' SET HD PKR @ 8675'. SHUT PIPE RAMS & CSG VALVES.
	11:30 - 13:30	2.00	FLOWBK	35	E	P		MIRU DELSCO SLICKLINES. PU 3 MEMORY GAUGES. RIH SET GAUGES @ 8729'. (MID PERF @ 8729')
	13:30 - 14:12	0.70	FLOWBK	33	I	P		MIRU WEATHERFORD PUMP TRUCK. PSI TEST PUMP LINES T/ 7900 PSI. GOOD TEST BLEED OFF PSI. OPEN WELL. WHP = 110 PSI. PUMP 6 BBLS T/ FILL & BRK. BRK @ 5522 PSI, RT 1.88 BPM. PUMP 10 BBLS & SHUT DOWN PUMPING. ISIP = 3366 PSI, FG .82 5 MIN = 2330 PSI. SWI. D-FIT WELL FOR 3 DAYS.
	14:12 - 15:00	0.80	FLOWBK	47	A	P		RDMO WEATHERFORD PUMP TRUCK.
12/14/2013	11:00 - 11:15	0.25	FLOWBK	48		P		HSM. SLIP, TRIPS & FALLS.
	11:15 - 12:00	0.75	FLOWBK	46	C	P		WARM UP RIG EQUIP & DELSCO SLICKLINE TRUCK.
	12:00 - 19:00	7.00	FLOWBK	35	E	P		SICP = 1970 PSI. SITP = 1200 PSI. SHOT FLUID LEVEL DOWN BACKSIDE. FL: 1605'. BHP @ 8610' = 5250 PSI POOH W/ D-FIT GAUGES. STOP EVERY 500'. PULLED T/ 750' BECAME FROZE IN PACK OFF HEAD. RU FLAMELESS HEATER T/ PACK OFF HEAD FOR 30 MIN. WORK SLICK LINE. BLEED OFF TBG PSI. CAME FREE. POOH T/ 60'. BECAME STUCK BELOW SLICKLINE BOP. COVER SLICKLINE LUBE W/ HEATER HOSE. BLEED OFF TBG PSI. WORK SL. COULD NOT WORK SL FREE. RIG PUMP T/ TBG. PRESSURED RIGHT UP T/ 3000 PSI. OPEN TBG T/ RIG TANK OVER NIGHT. SDFN.
12/15/2013	6:45 - 7:00	0.25	FLOWBK	48		P		HSM. STAY AWAY F/ SLICK LINE WHEN WORKING SLICK LINE.

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	7:00 - 10:30	3.50	FLOWBK	35	E	P		FROM YESTERDAY AFTERNOON & LETTING TBG FLOW OVER NIGHT, RECOVERD A TOTAL OF 40 BBLS WTR & 1 BBL OIL (MN34 PERFS). SICP = 1200 PSI. BLOW DOWN BACKSIDE TO FLOWBACK TANK. STRAIGHT GAS NO FLUID RETURNS (LOWER NIO PERFS). WORK SL FOR 30 MIN. PARTED SL. SHUT SL BOP. ATTM T/ SHUT TIW VALVE. COULD NOT SHUT TIW VALVE. (SLICK LINE STUCK IN TIW VALVE) RD LUBE ABOVE SL BOP. PU ON TBG, UNSET 5 1/2 HD PKR. RIG PUMP T/ TBG. PUMP 5 BBLS T/ CONT TBG. RD SLICK LINE BOP. LD 1 JTS 2 3/8 TBG W/ TIW VALVE. BRK OUT TIW VALVE ON THE GROUND. FOUND SLICK LINE & D-FIT TOOLS INSIDE TBG JT & TIW VALVE. RDMO DELSCO SLICK LINE.
	10:30 - 14:15	3.75	FLOWBK	31	I	P		RIH W/ 7 JTS TBG. SET 5 1/2 HD PKR @ 8865'. (BTM PERF 8730') PUMP 10 BBLS T/ PRESSURE TEST ISO PLUG @ 8900'. WELL STARTED CIRC. PKR WOULD NOT SEAL. UNSET PKR. POOH W/ TBG. LD 1 JT. STD BACK 278 JTS TBG. WHILE POOH, PUMPED 40 BBLS DOWN CSG. LD 1.875 XN-NIP & 5 1/2 HD PKR. (FOUND RUBBERS ON PKR WERE GONE) ND BOP. NU 7 1/16 x 10K FRAC VALVE.
	14:15 - 21:00	6.75	FLOWBK	37	B	P		MIRU CUTTERS WL. PU 5 1/2 12K HAL CBP & 3 1/8 EXP GUN, 19 GM, .40 HOLE SIZE, 3 SPF. RIH TAG EXISTING ISO PLUG @ 8900'. (ORIGINAL ISO PLUG STILL THERE) PULL UP 2' & SET 2ND ISO PLUG @ 8898'. P/U SHOOT 2- 2' GUN. F/ 8831'-33', 6 HOLES. F/ 8776'-78', 6 HOLES. POOH W/ WL, BECAME STUCK @ 60'. WORK WL COULD NOT GET FREE. SICP 1200 PSI. PUMP 10 GAL METHANOL AND 5 BBLS T-MAC. WORK WL. COULD NOT GET FREE. SICP 1500 PSI. PUMP 5 BBLS T-MAC & 10 GAL METHANOL. WORK WL. STILL STUCK. SICP 1850 PSI. FLOW WELL BACK T/ FBT VERY SLOW. FLOW WELL OVER NIGHT.
12/16/2013	6:45 - 7:00	0.25	FLOWBK	48		P		HSM. TRAPPED PRESSURE IN FROZEN LINES.
	7:00 - 8:00	1.00	FLOWBK	34	1	P		FTP = 50'. FLOWED WELL OVER NIGHT. RECOVERD 40 BBLS FLUID. WL WAS FREE. POOH F/ 60'. SWI. RD WL OFF WELL.

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	8:00 - 17:00	9.00	FLOWBK	36	B	P		MIRU WEATHERFORD FRAC CREW. PSI TEST FRAC LINES T/ 8046 PSI. LOST 7 PSI. GOOD TEST. BLEED OFF PSI. OPEN WELL = 1225 PSI BRK 4661 PSI @ 9.3 BPM. ISIP 3450 PSI, FG. 0.83. PUMP FRAC AS PER DESIGN. FINAL ISIP 2684 PSI, FG. 0.74, NPI -1459 PSI. MP = 6653 PSI, MR = 51 BPM. AP = 4795 PSI, AR = 49 BPM. 5 MIN = 2566 PSI, 10 MIN = 2541 PSI, 15 MIN = 2519 PSI. SWI. RDMO WEATHERFORD FRAC CREW. (FRAC CREW DIDN'T LEAVE LOC UNTIL 6:30 PM)
	17:00 - 20:00	3.00	FLOWBK	34	I	P		CUTTERS WL, PU 5 1/2 8K HAL CBP. RIH ATTM T/ SET KILL PLUG @ 8570'. PLUG WOULD NOT SET. POOH 120' PER MIN. LD PLUG & SETTING TOOL. MAKE REPAIRS. (FOUND SHORT IN SETTING TOOL) RIH SET KILL PLUG @ 8570'. POOH. RDMO CUTTER WL. SWIFN.
12/17/2013	6:45 - 7:00	0.25	DRLOUT	48		P		HSM. STAY OFF RIG FLOOR WHILE POWER SWIVEL IS TURNING.
	7:00 - 11:00	4.00	DRLOUT	31	I	P		OPEN WELL 0 PSI. ND FRAC VALVES. NU BOP. RU RIG FLOOR & TBG EQUIP. PU 45/8 BIT, XDART, PUMP OPEN BS, 1.875 XN-NIP. RIH W/ 270 JTS 23/8, L-80 TBG. TAG KILL PLUG @ 8570'. RU DRL EQUIP.
	11:00 - 14:00	3.00	DRLOUT	44	C	P		PSI TEST BOP T/ 3000 PSI. GOOD TEST. BLEED OFF PSI. BRK CONV CIRC. DRL OUT KP @ 8870' IN 10 MIN. 600 PSI INCR. CONT RIH CO T/ 8880'. CIRC WELL W/ 100 BBLS T-MAC. RD DRL EQUIP. POOH, LD 10 JTS EXESS TBG. PU 71/16 TBG HNGR. LAND TBG W/ KB =====> 20.00 71/16 TBG HNGR =====> 1.00 270 JTS 23/8 L-80 =====> 8563.94 1.875 XN, PUMP OPEN =====> 2.20 EOT @ 8587.14 ND BOP. NU WELL HEAD. DROP BALL. PUMP BIT OPEN W/ 3400 PSI. SICP = 1900 PSI. SITP = 1800 PSI. OPEN WELL T/ FBT ON OPEN CHOKE.UNLOAD TBG. ONCE TBG UNLOADED, COUNTINUALLY AJUST CHOKE DOWN T/ 20/64 CHOKE T/ STABILLIZE FLUID RT AROUND 60 BPH. TOTAL FRAC LOAD = 2825 BBLS. RIG RECOVERD = 199 BBLS. LEFT T/ RECOVER = 2626 BBLS. RD RIG. RACK OUT EQUIP. READY T/ ROAD RIG IN THE :AM.

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
12/21/2013	21:00 - 23:00	2.00	FLOWBK	42	B	P		ROAD SWAB RIG FROM GNB TO LOCATION. SWAP WELLHEAD FLANGE W/ THREE PINES 14-17. RU SWAB EQUIP. OPEN WELL TO FBC TO BLEED OFF PSI FOR SWAB RUN. RUN #1: CSG: 450 PSI, FL: 4600', SWAB DEPTH: 7400', FLUID RECOVERED: 4 BBLS WTR, 1.25 BBLS OIL. TBG STARTED TO FLOW. OPEN WELL TO TEST SEPARATOR ON 24/64TH CHOKE. WELL FLOWING AT 540 MCFD. SDFN & MONITOR FLOW.
12/22/2013	7:00 - 14:00	7.00	FLOWBK	42	B	P		WELL STILL FLOWING @ 94 MCFD & 15 PSI FTP BUT HAVE NOT RECOVERED ANY FLUID SINCE LAST SWAB RUN. OPEN WELL TO FBT TO BLEED OFF TBG PSI. RU TO SWAB TBG. RUN #1: CSG: 400 PSI; FL: 4800', SWAB DEPTH: 8000', FLUID RECOVERED: 6 BBLS WTR, 0.5 BBL OIL. TBG STARTED TO FLOW. OPEN WELL TO TEST SEP. ON 20/64TH CHOKE. WELL FLOWED FOR 7 HRS. FLARED APPROX 47 MCF AND NO FLUID RETURNS.
	14:00 - 20:00	6.00	FLOWBK	42	B	P		BLEED OFF TBG FROM 20 TO 5 PSI. RUN #2: CSG: 350 PSI; FL: 6200'; SWAB DEPTH: 8300'. FLUID RECOVERED: 3 BBLS WTR, 0.25 BBLS OIL. TBG STARTED TO FLOW. OPEN WELL TO TEST SEP. ON 24/64TH CHOKE. WELL FLOWED FOR 6 HRS. NO FLUID RETURNS, FLARED APPROX 45 MCF.
	20:00 - 23:00	3.00	FLOWBK	42	B	P		BLEED OFF TBG PSI FROM 10 TO 0 PSI. RUN #3: CSG: 300 PSI; FL: 6400'; SWAB DEPTH: 8300'. FLUID RECOVERED: 2.5 BBLS WTR, 1.25 BBLS OIL. TBG STARTED TO FLOW. OPEN WELL TO TEST SEP. ON 32/64TH CHOKE. WELL FLOWING @ 850 MCFD. TURN WELL OVER TO FBC TO MONITOR RATES.
12/23/2013	2:00 - 8:00	6.00	FLOWBK	42	B	P		WELL STILL FLOWING 104 MCFD @ 10 PSI FTP. OPEN WELL TO FBT & BLEED TBG FROM 10 PSI TO 0 PSI. RU TO SWAB TBG. RUN #1: CSG: 300 PSI, FL: 6400', SWAB DEPTH: 8300'; FLUID RECOVERED: 5 BBLS WTR, 2 BBLS OIL. TBG STARTED TO FLOW. OPEN WELL TO TEST SEP ON 32/64TH CHOKE. WELL FLOWED FOR 6 HRS. FLARED 46 MCF, NO FLUID RETURNS.
	8:00 - 12:00	4.00	FLOWBK	42	B	P		BLEED TBG FROM 7 TO 0 PSI. RU TO SWAB TBG. RUN #2: CSG: 300 PSI, FL: 4500'; SWAB DEPTH: 8300', FLUID RECOVERED: 2 BBLS WTR, 1 BBL OIL. TBG STARTED TO FLOW. OPEN WELL TO TEST SEP ON 24/64TH. WELL FLOWED FOR 3 HRS & FLARED 24 MCF. RD SWAB EQUIP.

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	12:00 - 14:00	2.00	FLOWBK	35	E	P		SWI FOR SLICKLINE. SITP = 25 PSI, SICP = 225 PSI. RU SLICKLINE. RIH W/ 2 PSI GUAGES & SET @ 8584' (3' ABOVE SN). CLOSE SLICKLINE BOP'S, INJECT METHANOL & WINTERIZE LUBRICATOR. SWI FOR PSI BUILDUP TEST OVER HOLIDAY. SCHEDULED TO PULL GUAGES AT 12:00, 12/26/13 = 48 HOUR BUILDUP TEST.
12/26/2013	12:00 - 13:00	1.00	FLOWBK	35	E	P		SICP = 3250 PSI, SITP = 2425 PSI. POOH W/ SLICKLINE & 2 PSI BOMBS. RD SLICKLINE & ROAD RIG TO GNB. TURN WELL OVER TO FBC.
	13:00 - 23:00	10.00	FLOWBK	33	G	P		OPEN WELL ON 20/64TH CHOKE TO TEST SEPARATOR. INITIAL GAS RATE = 3973 MCFD. MONITOR FLOWRATES UNTIL TOMORROW. PLAN ON SWABBING IN THE A.M.
12/30/2013	6:45 - 7:00	0.25	FRAC	48		P		HSM. ROAD RIG.
	7:00 - 13:00	6.00	FRAC	30	G	P		ROAD RIG F/ NBU 920-19N T/ KELLY CANYON.
	13:00 - 16:00	3.00	FRAC	30	A	P		MIRU RIG & SPOT EQUIP. SICP = 400 PSI. FTP = 50 PSI. BLOW WELL DOWN T/ FBT ON OPEN CHOKE. ND WH. NUBOP. RU RIG FLOOR & TBG EQUIP.
	16:00 - 17:30	1.50	FRAC	31	I	P		UNLAND TBG. LD 71/16 TBG HNGR. POOH W/ 60 JTS 23/8 L-80 TBG. EOT @ 6657'. SWIFN. WINTERIZE WH & EQUIP.
12/31/2013	6:45 - 7:00	0.25	FRAC	48		P		HSM. GOOD HOUSE KEEPING (KEEP RIG FLOOR CLEAN & PU).
	7:00 - 10:00	3.00	FRAC	31	I	P		SITP = 150 PSI. FCP = 50 PSI. BLOW TBG DOWN T/ FBT. CONT POOH W/ TBG. STD BACK TOTAL OF 270 JTS 23/8 L-80 TBG. LD DRL OUT BHA.
	10:00 - 12:00	2.00	FRAC	34	I	P		MIRU CUTTERS WL. PU 51/2, 12K HAL CBP. RIH SET ISO PLUG @ 8410'. POOH. RDMO CUTTERS WL.
	12:00 - 16:00	4.00	FRAC	31	I	P		PU 23/8 NOTCH COLLAR, 1.875 XN NIP. RIH W/ 264 JTS 23/8 L-80 TBG. EOT @ 8374' LEAVE WELL OPEN OVER NIGHT. SDFN.
1/1/2014	6:45 - 7:00	0.25	FRAC	48		P		HSM. SLIP, TRIP & FALLS
	7:00 - 9:00	2.00	FRAC	40		P		0 PSI ON WELL. RIG PUMP T/ TBG. BRK CONV CIRC. CIRC WELL W/ 300 BBLS T-MAC. SHUT DOWN PUMP.
	9:00 - 16:00	7.00	FRAC	31	I	P		POOH, LD 12 JTS TBG FOR DRL OUT. STD BACK 258 JTS 23/8 L-80 TBG. LD BHA. RD TBG EQUIP & RIG FLOOR. ND BOP. NU 71/16 FRAC VALVES. FILL & PSI TEST CSG & FRAC VALVES T/ 3000 PSI. GOOD TEST. BLEED OFF PSI. SWIFN. READY T/ PERF IN THE :AM
1/2/2014	6:45 - 7:00	0.25	FRAC	48		P		HSM. HIGH PSI LINES.

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	7:00 - 10:00	3.00	FRAC	37	B	P		OPEN WELL 0 PSI. MIRU CUTTERS WL. PU 31/8 EXP GUN, 19 GM, .40 HOLE SIZE, 3 SPF. RIH PERF F/ 7932'-33', 3 SPF, 3 HOLES. 7944'-46', 3 SPF, 6 HOLES. POOH. RDMO CUTTERS WL. MIRU DELSCO SLICK LINE. PU 3 MEMORY GAUGES. RIH SET GAUGES MID PERF @ 7939'.
	10:00 - 11:00	1.00	FRAC	33	I	P		MIRU WEATHERFORD PUMP TRUCK. PSI TEST WEATHERFORD PUMP LINES T/ 7900 PSI. GOOD TEST. BLEED OFF PSI. OPEN WELL 10 PSI. FILL & BRK W/ 6 BBLS. BRK @ 4213 PSI, RT @ 2 BPM. PUMP 10 BBLS T-MAC. SHUT DOWN ISIP = 3118 PSI, FG .83. 5 MIN ISIP = 2322 PSI. 10 MIN ISIP = 2314 PSI. 15 MIN ISIP = 2305 PSI. RDMO WEATHERFORD PUMP CREW.
1/5/2014	9:00 - 9:15	0.25	FRAC	48		P		HSM. HIGH PSI LINES.
	9:15 - 12:00	2.75	FRAC	35	1	P		SICP = 1400 PSI. POOH W/ D-FIT GAUGES, STOP EVERY 500' T/ GET PSI READING. LD D-FIT GAUGES. RDMO DELSCO SLICK LINE. OPEN WELL T/ FBT. WELL BLED DOWN IMMEDIATELY (RECOVERD 2 BBLS WATER W/ A TRACE OF OIL). SWIFN. DRAIN & WINTERIZE WELL HEAD & LINES.
1/6/2014	6:45 - 7:00	0.25	FRAC	48		P		HSM. OVER HEAD LOADS & HIGH PSI LINES.
	7:00 - 9:00	2.00	FRAC	37	C	P		SICP = 450 PSI. MIRU CUTTERS WL. PU 31/8 EXP GUN, 19 GM, .40 HOLE SIZE, 3 SPF TOTAL OF 12 HOLES. RIH PERF F/ 8240'-44' = 12 HOLES. POOH.

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	9:00 - 15:30	6.50	FRAC	36	F	P		MIRU WEATHERFORD FRAC SERV. PSI TEST FRAC LINES T/ 8100 PSI. GOOD TEST. BLEED OFF PSI. OPEN WELL = 762 PSI. BEG FRAC. BRK @ 5321 PSI, 9.4 BPM. SHUT DOWN, ISIP @ 3222 PSI, FG .82. START PAD W/ 250 GAL ACID W/ EMULSIFYING AGENT. WHEN ACID HIT PSI INCR F/ 6570 PSI T/ 6800 PSI (1 PUMP KICKED OUT). START 1/4# SAND SCOUR (PUMPED 2680# SAND). WHEN SAND HIT PERFS, PSI STARTED CLIMBING T/ SCREEN OUT. SHUT DOWN. TRIED SEVERAL TIMES T/ GET PUMPING AGAIN. COULD NOT. OPEN WELL T/ FBT. PSI BLEED OFF IMMEDIATELY BUT WELL CONT T/ FLOW BACK ABOUT 1/4 BPM. RECOVERD 20 BBLS. SWI T/ FBT. ATTM 2 TIMES T/ PUMP INTO PERF AFTER FLOWING WELL BACK. COULD NOT PUMP INTO PERFS. SWI. RD FRAC HEAD AND TOP FRAC VALVE. NU BOP. OPEN WELL T/ FBT OVER NIGHT. SDFN.
1/7/2014	6:45 - 7:00	0.25	FRAC	48		P		HSM. STAY OFF RIG FLOOR WHILE SWIVEL IS TURNING.
	7:00 - 10:00	3.00	FRAC	31	I	P		PU 45/8 BIT, XOVER, PUMP OPEN BS & XN-NIP. RIH W/ 260 JTS 23/8 L-80 TBG, TAG SAND @ 8253'.
	10:00 - 12:45	2.75	FRAC	31	H	P		RU POWER SWIVEL. BRK CONV CIRC. CO 70' SAND T/ 8326'. CIRC WELL CLEAN W/T-MAC. SHUT DOWN CIRC. RD DRL EQUIP.
	12:45 - 17:30	4.75	FRAC	31	I	P		POOH W/ TBG. STD BACK 262 JTS. LD BHA. FOUND THAT 45/8 BIT CAME OFF OF BIT SUB. 45/8 BIT MOST LIKELY CAME OFF WHILE CIRC WELL. BIT SHOULD BE TOP OF SAND @ 8326'. WIRE LINE WILL CONFIRM WHERE BIT IS IN THE :AM. ND BOP, NU TOP FRAC VALVE. PSI TEST FRAC VALVE FLANGE T/ 3000 PSI. GOOD TEST. BLEED OFF PSI. WINTERIZE WELL HEAD. SWIFN.
1/8/2014	6:45 - 7:00	0.25	FRAC	48		P		HSM. HIGH PSI LINES.

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	7:00 - 17:30	10.50	FRAC	37	C	P		MIRU CUTTERS WL. PU 31/8 EXP GUN, 19 GM, .40 HOLE SIZE, 120 DEG PHASING. RIH TAG 45/8 BIT @ 530'. WORK WL. COULD NOT GET PASSED 530'. POOH. LD PERF GUN. PU 3 1/8 DUMMY GUN. RIH TAG BIT @ 530', BEAT BIT DOWN T/ 2317'. COULD NOT MAKE ANYMORE HOLE. POOH. RIG PUMP T/ CSG VALVE. PRESSURE UP T/ 1500 PSI. SURGE PSI OFF WELL. RIH W/ DUMMY GUN & BEAT BIT DOWN T/ 2363'. BIT STOP MOVING DOWN HOLE. POOH, LD DUMMY GUN. RIG PUMP T/ CSG. PRESSURE UP T/ 1500 PSI. SURGE PSI OFF WELL. RIH W/ 4 1/2" MAGNET. TAG BIT @ 2595'. PULL UP 5'. RIH T/ 2600'. POOH. FOUND 45/8 BIT ON MAGNET. LD BIT & MAGNET. PU 31/8 EXP GUN, 19 GM, .40 HOLE SIZE, 120 DEG PHASING. RIH PERF F/ 7937'-41', 3 SPF, 12 HOLES. 7948'-52', 3 SPF, 12 HOLES. POOH.

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	17:30 - 21:00	3.50	FRAC	36	F	P		ND CUTTERS FLANG. NU FRAC HEAD. PSI TEST FRAC LINES T/ 8002 PSI. GOOD TEST. BLEED OFF PSI. OPEN WELL. WHP = 352 PSI. BEG FRAC. NEVER SAW BRK, STARTED INJECTING. CHASED PSI W/ RT. @ 363 BBLS STARTED 20# LINEAR GEL AND 1/4# SAND SCOUR. AFTER 1/4# SCOUR HIT PERFS, DIDN'T SEE MUCH CHANGE IN PSI (1200# PUMPED). @ 642 BBLS STARTED 1/2# SAND SCOUR. WHILE PUMPING 1/2# PSI DROPPED DUE T/ HYDROSTATIC. WHILE PSI DROPPED, CHASED PRESSURE W/ RT. GOT T/ 26 BPM. WHEN 1/2# SCOUR HIT PERF STARTED SCREEN OUT. CUT SAND, WENT T/ FLUSH. DIDN'T GET FLUSH VOLUME AWAY. PUMPED TOTAL OF 9300# SAND. SCREENED OUT W/ 3300# SAND IN CSG. SHUT DOWN. MP = 7100 PSI, MR = 27.2 BPM, AP = 6804 PSI, AR = 12.9 BPM. TOTAL SAND PUMPED INTO PERFS = 6000 LBS TOTAL LOAD PUMPED = 972 BBLS SICP =2900 PSI. OPEN WELL T/ FBT. PSI BLEED OFF VERY FAST. FLOW 17 BBLS IN THE 1ST 30 MIN. MONITOR FLOW OVERNIGHT. RDMO WEATHERFORD FRAC SERV. 23:10 hr FLOW BACK 71 BBLS. HSM. SLIP, TRIPS & FALLS.
1/9/2014	6:45 - 7:00	0.25	DRLOUT	48		P		

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
	7:00 - 11:00	4.00	DRLOUT	31	I	P		<p>WELL FLOWED OVER NIGHT. TOTAL FLUID RECOVERD = 154 BBLS.</p> <p>RDMO CUTTERS WL.</p> <p>ND TOP FRAC VALVE. NU BOP. RU RIG FLOOR & TBG EQUIP.</p> <p>PU 45/8 BIT, XOVER, PUMP OPEN BS, 1.875 XN-NIP.</p> <p>RIH W/ 258 JTS TAG SAND @ 8185'.</p> <p>RU DRL EQUIP. BRK CONV CIRC. BEG C/O SAND.</p> <p>C/O T/ 8358'. CIRC WELL CLEAN W/ 330 BBLS T-MAC.</p> <p>SHUT DOWN PUMP. RD DRL EQUIP.</p> <p>POOH, LD 15 JTS EXESS TBG. PU 7 1/16 TBG HNGR. LAND TBG W/</p> <p>KB =====></p> <p>20.00</p> <p>71/16 x 23/8 TBG HNGR =====></p> <p>1.00</p> <p>249 JTS 23/8 L-80 TBG =====></p> <p>7897.78</p> <p>1.875 XN, PUMP OPEN BS, 45/8 BIT =====></p> <p>4.40</p> <p>EOT @ 7923.18</p> <p>ND BOP, NU WH. DROP BALL. ATTM T/ PUMP BIT OPEN, PRESSURED UP T/ 3500. BIT SUB WOULD NOT PUMP OPEN. SICP = 750 PSI. BLEED OFF CSG PSI T/ 0#. PUMP BIT OPEN W/ 2000 PSI. OPEN TBG T/ FBT ON 64/64 CHOKE.</p> <p>FTP = 0 PSI.</p> <p>SICP = 750 PSI</p> <p>TURN WELL OVER T/ FBC.</p> <p>RD RIG. RACK OUT RIG EQUIP.</p>
1/10/2014	14:00 - 18:00	4.00	FLOWBK	42	B	P		<p>ROAD SWAB RIG FROM GNB. RU EQUIP T/ SWAB TBG.</p> <p>RUN #1: CSG: 0 PSI; FL: SURFACE; SWAB DEPTH: 5700'; RECOVERED: 25 BBLS WTR; TBG WENT ON SUCK.</p> <p>RUN #2: CSG: 0 PSI; FL: 700'; SWAB DEPTH: 5700'; RECOVERED 20 BBLS WTR; TBG WENT ON SUCK.</p> <p>LEFT WELL OPEN TO FBT FOR 2 HOURS BUT NEVER MADE FLUID. SWIFN, DRAIN LINES, & WINTERIZE EQUIP.</p>

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
1/11/2014	9:00 - 18:00	9.00	FLOWBK	42	B	P		<p>OVERNIGHT PSI BUILDUP: SICP= 265 PSI; SITP = 75 PSI. OPEN WELL T/ FBT, BLEED OFF PSI FOR SWABBING. NO FLUID RETURNS.</p> <p>RUN #1: CSG: 280 PSI; FL: 200', SWAB DEPTH: 7600'; RECOVERED: 21 BBLS WTR. TBG WENT ON A SUCK.</p> <p>RUN #2:CSG: 180 PSI; FL: 1200', SWAB DEPTH: 7600'; RECOVERED: 16 BBLS WTR. TBG WENT ON A SUCK.</p> <p>RUN #3:CSG: 130 PSI; FL: 1600', SWAB DEPTH: 7600'; RECOVERED: 20 BBLS WTR. SLIGHT BLOW ON TBG.</p> <p>RUN #4:CSG: 110 PSI; FL: 2400', SWAB DEPTH: 7600'; RECOVERED: 18 BBLS WTR. TBG WENT ON A SUCK.</p> <p>RUN #5:CSG: 105 PSI; FL: 3400', SWAB DEPTH: 7600'; RECOVERED: 14 BBLS WTR. TBG WENT ON A SUCK.</p> <p>RUN #6:CSG: 110 PSI; FL: 3900', SWAB DEPTH: 7600'; RECOVERED: 16 BBLS WTR. TBG WENT ON A SUCK.</p> <p>RUN #7:CSG: 120 PSI; FL: 4400', SWAB DEPTH: 7600'; RECOVERED: 11 BBLS WTR. TBG WENT ON A SUCK.</p> <p>RUN #8:CSG: 130 PSI; FL: 4700', SWAB DEPTH: 7600'; RECOVERED: 10 BBLS WTR. TBG WENT ON A SUCK.</p> <p>RUN #9:CSG: 135 PSI; FL: 5100', SWAB DEPTH: 7600'; RECOVERED: 10 BBLS WTR. TBG WENT ON A SUCK.</p> <p>SDFN. KEEP WELL OPEN TO FBT THRU 2" LINE FOR 3 HRS. NO FLUID RETURNS. SWIFN & WINTERIZE WELLHEAD.</p> <p>TOTAL FLUID RECOVERED TODAY = 136 BBLS TOTAL FLUID RECOVERED = 511 BBLS (37% OF FRAC LOAD)</p>

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
1/12/2014	7:00 - 18:00	11.00	FLOWBK	42	B	P		<p>OVERNIGHT PSI BUILDUP: SICP = 275 PSI; SITP = 15 PSI. OPEN WELL T/ FBT, BLEED DOWN PSI, NO FLUID RETURNS.</p> <p>RUN #1: CSG: 290 PSI; FL: 4800'; SWAB DEPTH: 7700'; RECOVERED: 12 BBLS WTR. TBG ON SUCK.</p> <p>RUN #1: CSG: 290 PSI; FL: 4800'; SWAB DEPTH: 7700'; RECOVERED: 12 BBLS WTR. TBG ON SUCK.</p> <p>RUN #2: CSG: 280 PSI; FL: 5500'; SWAB DEPTH: 7700'; RECOVERED: 6 BBLS WTR. TBG ON SUCK.</p> <p>RUN #3: CSG: 275 PSI; FL: 5300'; SWAB DEPTH: 7700'; RECOVERED: 8 BBLS WTR. TBG ON SUCK.</p> <p>RUN #4: CSG: 275 PSI; FL: 6000'; SWAB DEPTH: 7700'; RECOVERED: 6 BBLS WTR. TBG ON SUCK.</p> <p>RUN #5: CSG: 270 PSI; FL: 6300'; SWAB DEPTH: 7700'; RECOVERED: 6 BBLS WTR. TBG ON SUCK.</p> <p>RUN #6: CSG: 270 PSI; FL: 6400'; SWAB DEPTH: 7700'; RECOVERED: 5 BBLS WTR. TBG ON SUCK.</p> <p>RUN #7: CSG: 275 PSI; FL: 6500'; SWAB DEPTH: 7700'; RECOVERED: 2.5 BBLS WTR. TBG ON SUCK.</p> <p>RUN #8: CSG: 275 PSI; FL: 6900'; SWAB DEPTH: 7700'; RECOVERED: 3.5 BBLS WTR. TBG ON SUCK.</p> <p>SWIFN T/ BUILD PSI. WINTERIZE WELLHEAD.</p> <p>TOTAL FLUID RECOVERED TODAY = 49 BBLS WTR TOTAL FLUID RECOVERED = 560 BBLS (40% FRAC LOAD)</p>

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
1/13/2014	7:00 - 18:00	11.00	FLOWBK	42	B	P		<p>OVERNIGHT PSI BUILDUP: SICP = 400 PSI; SITP = 115 PSI. OPEN WELL TO FBT. BLEED OFF PSI, NO FLUID RETURNS. RU TO SWAB TBG.</p> <p>RUN #1: CSG: 400 PSI; FL: 6100'; SWAB DEPTH: 7700'; RECOVERED: 5 BBLS WTR, TRACE OF OIL; TBG ON SUCK.</p> <p>RUN #2: CSG: 400 PSO; FL: 6500'; SWAB DEPTH: 7800'; RECOVERED: 3.5 BBLS WTR, TRACE OF OIL. TBG ON SLIGHT BLOW.</p> <p>RUN #3: CSG: 380 PSI; FL: 6600'; SWAB DEPTH: 7800'; RECOVERED: 3.5 BBLS WTR, TRACE OF OIL. TBG ON SLIGHT BLOW.</p> <p>RUN #4: CSG: 380 PSI; FL: 6800'; SWAB DEPTH: 7800'; RECOVERED: 5 BBLS WTR, TRACE OF OIL. TBG STARTED TO FLOW.</p> <p>SEND WELL THRU FLOWBACK EQUIP ON 20/64TH CHOKE. WELL FLOWING 330 MCFD. COLLECT GAS SAMPLE. FLOWED APPROX 75 MIN. FLARED ~9 MCF. NO FLUID RETURNS. OPEN TBG TO FBT TO BLEED OFF 10 PSI.</p> <p>RUN #5: CSG: 300 PSI; FL: 7000'; SWAB DEPTH: 7800'; RECOVERED: 1 BBL WTR & SAMPLE OF OIL. TESTED OIL API. TBG STARTED TO FLOW.</p> <p>SEND WELL THRU FLOWBACK EQUIP ON 20/64TH CHOKE. WELL FLOWING 386 MCFD. COLLECT GAS SAMPLE.</p> <p>CUMULATIVE FLARED TODAY AS OF 6PM: 14 MCF. (WELL STILL FLOWING AT 6PM @ 114 MCFD, FTP= 40 PSI; CSG = 200 PSI).</p> <p>TOTAL FLUID RECOVERED TODAY = 18 BBLS WTR. TRACE & SAMPLE OF OIL. TOTAL FLUID RECOVERED = 578 BBLS (41% OF FRAC LOAD).</p>

API Well Number: 43019314580000

US ROCKIES REGION

Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud Date: 12/5/2005

Project: UTAH-UINTAH

Site: KELLY CANYON 10-8-16-22

Rig Name No: GWS 1/1

Event: RECOMPL/RESEREVEADD

Start Date: 10/13/2013

End Date:

Active Datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
1/14/2014	7:00 - 14:00	7.00	FLOWBK	42	B	P		<p>OVERNIGHT PSI BUILDUP: SICP = 300 PSI; SITP = 65 PSI. OPEN WELL TO FBT. BLEED OFF PSI. NO FLUID RETURNS. RU TO SWAB TBG.</p> <p>RUN #1: CSG: 300 PSI; FL: 7000'; SWAB DEPTH = 7800'; RECOVERED: 2.5 BBLS WTR, TRACE OF OIL. TBG ON SLIGHT BLOW.</p> <p>RUN #2: CSG: 280 PSI; FL: 7100'; SWAB DEPTH = 7800'; RECOVERED: 1 BBL WTR, TRACE OF OIL. TBG STARTED TO FLOW.</p> <p>SEND WELL THRU FLOWBACK EQUIP ON 20/64TH CHOKE. WELL FLOWED FOR 80 MIN. FLARED APPROX 14 MCF. NO FLUID RETURNS.</p> <p>SWI, DRAIN LINES. RD SWAB RIG & RELEASE FLOWBACK CREW. TESTING COMPLETE.</p> <p>TOTAL FLUID RECOVERED TODAY = 3.5 BBLS WTR. TOTAL FLUID RECOVERED = 581 BBLS (42% OF FRAC LOAD)</p>

1 General

1.1 Customer Information

Company	US ROCKIES REGION	
Representative		
Address		

1.2 Well/Wellbore Information

Well	KELLY CANYON 10-8-16-22	Wellbore No.	OH
Well Name	KELLY CANYON 10-8-16-22	Wellbore Name	KELLY CANYON 10-8-16-22
Report No.	1	Report Date	10/16/2013
Project	UTAH-JUNTAH	Site	KELLY CANYON 10-8-16-22
Rig Name/No.		Event	RECOMPL/RESERVE/ADD
Start Date	10/13/2013	End Date	
Spud Date	12/5/2005	Active Datum	RKB @ 7,339.00usft (above Mean Sea Level)
UWI	Kelly Canyon 10-8-16-22		

1.3 General

Contractor		Job Method		Supervisor	
Perforated Assembly		Conveyed Method			

1.4 Initial Conditions

Fluid Type		Fluid Density		Gross Interval	9,423.0 (usft)-9,570.0 (usft)	Start Date/Time	10/16/2013 12:00AM
Surface Press		Estimate Res Press		No. of Intervals	8	End Date/Time	10/22/2013 12:00AM
TVD Fluid Top		Fluid Head		Total Shots	30	Net Perforation Interval	10.00 (usft)
Hydrostatic Press		Press Difference		Avg Shot Density	3.00 (shot/ft)	Final Surface Pressure	
Balance Cond	NEUTRAL					Final Press Date	

1.5 Summary

2 Intervals

2.1 Perforated Interval

Date	Formation/Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
10/16/2013 12:00AM	MANCOS B/			9,423.0	9,424.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	

US ROCKIES REGION

2.1 Perforated Interval (Continued)

Date	Formation/ Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
10/16/201 3 12:00AM	MANCOS B/			9,439.0	9,440.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
10/17/201 3 12:00AM	MANCOS B/			9,458.0	9,459.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
10/18/201 3 12:00AM	MANCOS B/			9,481.0	9,482.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
10/19/201 3 12:00AM	MANCOS B/			9,514.0	9,515.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
10/20/201 3 12:00AM	MANCOS B/			9,533.0	9,534.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
10/21/201 3 12:00AM	MANCOS B/			9,542.0	9,544.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
10/22/201 3 12:00AM	MANCOS B/			9,568.0	9,570.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	

3 Plots

3.1 Wellbore Schematic

RECEIVED: Feb. 19, 2014

US ROCKIES REGION

1 General

1.1 Customer Information

Company	US ROCKIES REGION	
Representative		
Address		

1.2 Well/Wellbore Information

Well	KELLY CANYON 10-8-16-22	Wellbore No.	OH
Well Name	KELLY CANYON 10-8-16-22	Wellbore Name	KELLY CANYON 10-8-16-22
Report No.	2	Report Date	11/11/2013
Project	UTAH-JUNTAH	Site	KELLY CANYON 10-8-16-22
Rig Name/No.	GWS 1/1	Event	RECOMPL/RESERVE/ADD
Start Date	10/13/2013	End Date	
Spud Date	12/5/2005	Active Datum	RKB @ 7,339.00usft (above Mean Sea Level)
UWI	Kelly Canyon 10-8-16-22		

1.3 General

Contractor		Job Method		Supervisor	
Perforated Assembly		Conveyed Method			

1.4 Initial Conditions

Fluid Type		Fluid Density		Gross Interval	9,082.0 (usft)-9,130.0 (usft)	Start Date/Time	11/11/2013 12:00AM
Surface Press		Estimate Res Press		No. of Intervals	4	End Date/Time	11/11/2013 12:00AM
TVD Fluid Top		Fluid Head		Total Shots	24	Net Perforation Interval	8.00 (usft)
Hydrostatic Press		Press Difference		Avg Shot Density	3.00 (shot/ft)	Final Surface Pressure	
Balance Cond	NEUTRAL					Final Press Date	

1.5 Summary

2 Intervals

2.1 Perforated Interval

Date	Formation/Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
11/11/2013 12:00AM	MANCOS B/			9,082.0	9,083.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO	

US ROCKIES REGION

2.1 Perforated Interval (Continued)

Date	Formation/ Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
11/11/2013 12:00AM	MANCOS B/			9,096.0	9,098.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
11/11/2013 12:00AM	MANCOS B/			9,111.0	9,113.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
11/11/2013 12:00AM	MANCOS B/			9,127.0	9,130.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	

3 Plots

3.1 Wellbore Schematic

US ROCKIES REGION

1 General

1.1 Customer Information

Company	US ROCKIES REGION	
Representative		
Address		

1.2 Well/Wellbore Information

Well	KELLY CANYON 10-8-16-22	Wellbore No.	OH
Well Name	KELLY CANYON 10-8-16-22	Wellbore Name	KELLY CANYON 10-8-16-22
Report No.	4	Report Date	11/17/2013
Project	UTAH-JUNTAH	Site	KELLY CANYON 10-8-16-22
Rig Name/No.	GWS 1/1	Event	RECOMPL/RESERVE/ADD
Start Date	10/13/2013	End Date	
Spud Date	12/5/2005	Active Datum	RKB @ 7,339.00usft (above Mean Sea Level)
UWI	Kelly Canyon 10-8-16-22		

1.3 General

Contractor		Job Method		Supervisor	
Perforated Assembly		Conveyed Method			

1.4 Initial Conditions

Fluid Type		Fluid Density		Gross Interval	9,045.0 (usft)-9,068.0 (usft)	Start Date/Time	11/17/2013 12:00AM
Surface Press		Estimate Res Press		No. of Intervals	2	End Date/Time	11/17/2013 12:00AM
TVD Fluid Top		Fluid Head		Total Shots	24	Net Perforation Interval	6.00 (usft)
Hydrostatic Press		Press Difference		Avg Shot Density	4.00 (shot/ft)	Final Surface Pressure	
Balance Cond	NEUTRAL					Final Press Date	

1.5 Summary

2 Intervals

2.1 Perforated Interval

Date	Formation/Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
11/17/2013 12:00AM	MANCOS B/			9,045.0	9,047.0	4.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO	

US ROCKIES REGION

2.1 Perforated Interval (Continued)

Date	Formation/ Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
11/17/2013	MANCOS B/			9,064.0	9,068.0	4.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO	
12:00AM														N	

3 Plots

3.1 Wellbore Schematic

RECEIVED: Feb. 19, 2014

1 General

1.1 Customer Information

Company	US ROCKIES REGION		
Representative			
Address			

1.2 Well/Wellbore Information

Well	KELLY CANYON 10-8-16-22	Wellbore No.	OH
Well Name	KELLY CANYON 10-8-16-22	Wellbore Name	KELLY CANYON 10-8-16-22
Report No.	3	Report Date	12/6/2013
Project	UTAH-JUNTAH	Site	KELLY CANYON 10-8-16-22
Rig Name/No.	GWS 1/1	Event	RECOMPL/RESERVE/ADD
Start Date	10/13/2013	End Date	
Spud Date	12/5/2005	Active Datum	RKB @ 7,339.00usft (above Mean Sea Level)
UWI	Kelly Canyon 10-8-16-22		

1.3 General

Contractor		Job Method		Supervisor	
Perforated Assembly		Conveyed Method			

1.4 Initial Conditions

Fluid Type		Fluid Density		Gross Interval	8,609.0 (usft)-8,833.0 (usft)	Start Date/Time	12/6/2013 12:00AM
Surface Press		Estimate Res Press		No. of Intervals	4	End Date/Time	12/15/2013 12:00AM
TVD Fluid Top		Fluid Head		Total Shots	24	Net Perforation Interval	8.00 (usft)
Hydrostatic Press		Press Difference		Avg Shot Density	3.00 (shot/ft)	Final Surface Pressure	
Balance Cond	NEUTRAL					Final Press Date	

1.5 Summary

2 Intervals

2.1 Perforated Interval

Date	Formation/Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
12/6/2013 12:00AM	MANCOS B/			8,609.0	8,611.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO	N

US ROCKIES REGION

2.1 Perforated Interval (Continued)

Date	Formation/ Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
12/10/2013 12:00AM	MANCOS B/			8,728.0	8,730.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
12/15/2013 12:00AM	MANCOS B/			8,776.0	8,778.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	
12/15/2013 12:00AM	MANCOS B/			8,831.0	8,833.0	3.00		0.400	EXP/	3.125	120.00		19.00	PRODUCTIO N	

3 Plots

3.1 Wellbore Schematic

RECEIVED: Feb. 19, 2014

1 General

1.1 Customer Information

Company	US ROCKIES REGION		
Representative			
Address			

1.2 Well/Wellbore Information

Well	KELLY CANYON 10-8-16-22	Wellbore No.	OH
Well Name	KELLY CANYON 10-8-16-22	Wellbore Name	KELLY CANYON 10-8-16-22
Report No.	5	Report Date	1/2/2014
Project	UTAH-JUNTAH	Site	KELLY CANYON 10-8-16-22
Rig Name/No.	GWS 1/1	Event	RECOMPL/RESERVE/ADD
Start Date	10/13/2013	End Date	
Spud Date	12/5/2005	Active Datum	RKB @ 7,339.00usft (above Mean Sea Level)
UWI	Kelly Canyon 10-8-16-22		

1.3 General

Contractor		Job Method		Supervisor	
Perforated Assembly		Conveyed Method			

1.4 Initial Conditions

Fluid Type		Fluid Density		Gross Interval	7,932.0 (usft)-8,244.0 (usft)	Start Date/Time	1/2/2014 12:00AM
Surface Press		Estimate Res Press		No. of Intervals	5	End Date/Time	1/8/2014 12:00AM
TVD Fluid Top		Fluid Head		Total Shots	45	Net Perforation Interval	15.00 (usft)
Hydrostatic Press		Press Difference		Avg Shot Density	3.00 (shot/ft)	Final Surface Pressure	
Balance Cond	NEUTRAL					Final Press Date	

1.5 Summary

2 Intervals

2.1 Perforated Interval

Date	Formation/Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
1/2/2014 12:00AM	MANCOS B/			7,932.0	7,933.0	3.00		0.410	EXP/	3.125	120.00		19.00	PRODUCTIO	
1/8/2014 12:00AM	MANCOS B/			7,937.0	7,941.0	3.00		0.410	EXP/	3.125	120.00		19.00	PRODUCTIO	

US ROCKIES REGION

2.1 Perforated Interval (Continued)

Date	Formation/ Reservoir	CCL@ (usft)	CCL-T S (usft)	MD Top (usft)	MD Base (usft)	Shot Density (shot/ft)	Misfires/ Add. Shot	Diameter (in)	Carr Type /Stage No	Carr Size (in)	Phasing (°)	Charge Desc /Charge Manufacturer	Charge Weight (gram)	Reason	Misrun
1/2/2014 12:00AM	MANCOS B/			7,944.0	7,946.0	3.00		0.410	EXP/	3.125	120.00		19.00	PRODUCTIO	
1/8/2014 12:00AM	MANCOS B/			7,948.0	7,952.0	3.00		0.410	EXP/	3.125	120.00		19.00	PRODUCTIO	
1/6/2014 12:00AM	MANCOS B/			8,240.0	8,244.0	3.00		0.410	EXP/	3.125	120.00		19.00	PRODUCTIO	

3 Plots

3.1 Wellbore Schematic

RECEIVED: Feb. 19, 2014

	DATE	INTERVAL	15% HCL ACID		SLICKWATER		CROSSLINK GEL		LINEAR GEL				Proppant
Interval			ACID		SLICKWATER		CROSSLINK GEL		LINEAR GEL		Total Fluid		40/70
			gal	bbl	gal	bbl	gal	bbl	gal	bbl	gal	bbl	lbs
1	10/23/2013	9423-9570	504	12.00	32,172	766.00	81,564	1,942.00	0	0.00	114,240	2,720.00	98,880
2	11/16/2013	9082-9130	504	12.00	22,386	533.00	0	0.00	18,690	445.00	41,580	990.00	4,700
3	11/17/2013	9045-9130	0	0.00	26,754	637.00	0	0.00	91,098	2,169.00	117,852	2,806.00	105,440
4	12/16/2013	8609-8833	252	6.00	19,488	464.00	0	0.00	98,910	2,355.00	118,650	2,825.00	100,200
5	1/6/2014	7932-8244	252	6.00	9,366	223.00	0	0.00	9,282	221.00	18,900	450.00	2,680
6	1/8/2014	7932-8244	0	0.00	6,468	154.00	0	0.00	34,608	824.00	41,076	978.00	10,880
											Total Fluid		
			gal	bbl	gal	bbl	gal	bbl	gal	bbl	gal	bbl	lbs
Total			1,512	36.00	116,634	2,777.00	81,564	1,942.00	252,588	6,014.00	452,298	10,769.00	322,780

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Gas Well		7. UNIT or CA AGREEMENT NAME:
2. NAME OF OPERATOR: ANADARKO E&P ONSHORE, LLC		8. WELL NAME and NUMBER: KELLY CYN 10-8-16-22
3. ADDRESS OF OPERATOR: P.O. Box 173779, Denver, CO, 80217	PHONE NUMBER: 720 929-6100 Ext	9. API NUMBER: 43019314580000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2025 FNL 2000 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 08 Township: 16.0S Range: 22.0E Meridian: S		9. FIELD and POOL or WILDCAT: UNDESIGNATED
		COUNTY: GRAND
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 10/24/2014	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input checked="" type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Anadarko E&P Onshore, LLC would like to request a one year shut-in extension for the subject well in order to evaluate economics of commingling all zones in the well and bringing it back to production. An MIT was performed on 10/24/2014 and witnessed by state representative Bart Kettle. Please see the attached daily operations summary report and MIT results for further details. Thank you.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: November 17, 2014

By: 

Please Review Attached Conditions of Approval

NAME (PLEASE PRINT) Kristina Geno	PHONE NUMBER 720 929-6824	TITLE Regulatory Analyst
SIGNATURE N/A		DATE 11/3/2014



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

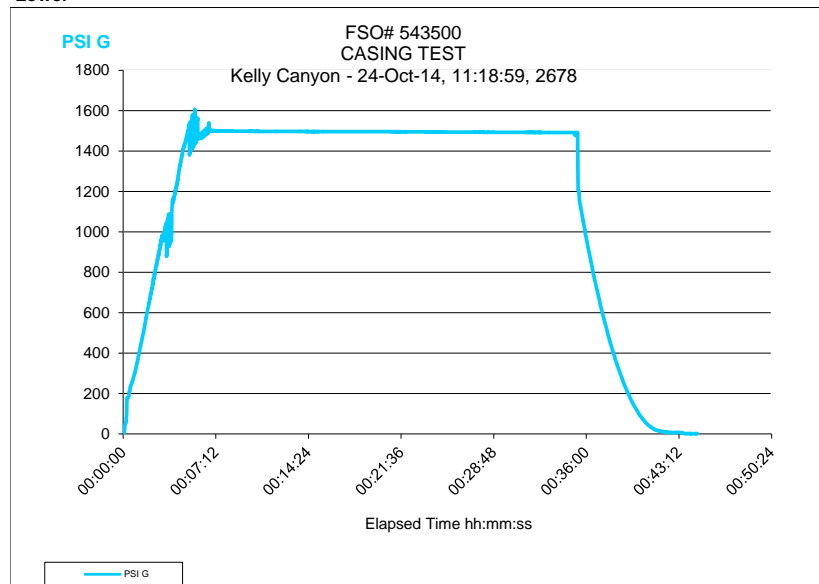
Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43019314580000

Periodic monitoring of surface and production casing pressures should be done to ensure continued integrity.

Data Collection Report

	Chassis	Left Scale	Right Scale
Serial Number	351623	261465	
Datatype		Lower	
Units		PSI G	

Lower

	Chassis	Lower Module	Upper Module	BARO Module	Left Scale	Right Scale
Serial Number	351623	261465			261465	
Model	NV	15KPSI				
Message Store						
Userspan		1.00000				
Offset						
Datatype					Lower	
Units		PSI G			PSI G	
Tare						
Average						
User Factor						
User Offset						
User Resolution						
Firmware Version	R080014	R090007				
Calibration Due		7-Jan-14				
Run Index	1					
Run Start Time			24-Oct-14/11:18:59			
Run Duration			44 minutes 37 seconds			
Run Tag			Kelly Canyon			
Logging Interval	1.0					

US ROCKIES REGION
Operation Summary Report

Well: KELLY CANYON 10-8-16-22				Spud Date: 12/5/2005				
Project: UTAH-GRAND			Site: KELLY CANYON 10-8-16-22				Rig Name No: GWS 1/1	
Event: WELL WORK EXPENSE			Start Date: 10/23/2014				End Date: 10/24/2014	
Active Datum: RKB @7,339.00usft (above Mean Sea Level)			UWI: Kelly Canyon 10-8-16-22					
Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD From (usft)	Operation
10/22/2014	6:45 - 7:00	0.25	T&A	48		P		HSM.
	7:00 - 10:00	3.00	T&A	33	F	P		SICP = 4501 PSI. BLOW WELL DOWN T/ 50 PSI IN 1hr 30 min. ROAD RIG F/ CEDAR CAMP LOC.
	10:00 - 12:00	2.00	T&A	30	G	P		
	12:00 - 17:00	5.00	T&A	31	I	P		MIRU RIG. SPOT EQUIP. ND WH. NU BOP. UNLAND TBG. LD 71/16 TBG HNGR. POOH LD 67 JTS. SWIFN.
10/23/2014	6:45 - 7:00	0.25		48		P		HSM.
	7:00 - 12:30	5.50	T&A	31	I	P		SICP = 1500 PSI. BLOW WELL DOWN. OPEN WELL CONT POOH LD 182 JTS 23/8 L-80 TBG & BHA (PUMP OPEN BIT SUB & 45/8 BIT).
	12:30 - 17:00	4.50	T&A	34	I	P		MIRU CUTTERS WL. PU 51/2 8K HAL CBP. RIH SET CBP @ 7746'. POOH. PU CMT DUMP BAILER. MADE 2 RUNS T/ DUMP BAIL CMT. RIG PUMP T/ CSG. FILL CSG W/ 170 BBLS T-MAC. SWIFN. RDMO CUTTERS WL.
10/24/2014	6:45 - 7:00	0.25	T&A	48		P		HSM
	7:00 - 12:00	5.00	T&A	33	C	P		SICP = 0 PSI. TOP CSG OFF W/ 10 BBLS T-MAC. MIRU CAMERON TEST TRUCK. PSI TEST CSG & WELL HEAD T/ 1500 PSI. HELD FOR 30 MIN. LOST 61 PSI. GOOD TEST. BLEED OFF PSI. SWI. T&A COMP. MIT PSI TEST WITTENESSED BY ST REP BART KETTLE.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
1. TYPE OF WELL Gas Well		7. UNIT or CA AGREEMENT NAME: ROCK SPRING
2. NAME OF OPERATOR: ANADARKO E&P ONSHORE, LLC		8. WELL NAME and NUMBER: KELLY CYN 10-8-16-22
3. ADDRESS OF OPERATOR: P.O. Box 173779, Denver, CO, 80217		9. API NUMBER: 43019314580000
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2025 FNL 2000 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 08 Township: 16.0S Range: 22.0E Meridian: S		9. FIELD and POOL or WILDCAT: UNDESIGNATED
		COUNTY: GRAND
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 4/1/2016	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input checked="" type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text"/>
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<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

ANADARKO E&P ONSHORE, LLC. IS REQUESTING TO PLUG AND ABANDON THE KELLY CYN 10-8-16-22. SEE THE ATTACHED P & A PROCEDURES.

Approved by the
Utah Division of
Oil, Gas and Mining

Date: December 02, 2015

By: Doreen Green

Please Review Attached Conditions of Approval

NAME (PLEASE PRINT) Doreen Green	PHONE NUMBER 435 781-9758	TITLE Regulatory Analyst II
SIGNATURE N/A		DATE 11/12/2015



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Sundry Conditions of Approval Well Number 43019314580000

- 1. Notify the Division at least 24 hours prior to conducting abandonment operations. Please call Dan Jarvis at 801-538-5338.**
- 2. Amend Plug #1: Do not drill out CBP @ 7746'. RIH and tag plug (TOC @ approximately 7710') and spot a 100' plug (± 12 sx) from $\pm 7710'$ to 7610'. If plug is not present proceed as planned in proposal for Plug #1.**
- 3. Move Plug #2: The 210' plug (± 24 sx) shall be balanced from $\pm 5950'$ to 5740'. This will isolate the Mancos and Castlegate formations.**
- 4. Add Plug #4A: A 100' plug (± 12 sx) shall be balanced from $\pm 1900'$ to 1800'. This will isolate the Wasatch formation.**
- 5. NOTE Plug #5: Reported 75 sx top job done (320' in annulus). Circulation may not be possible or necessary.**
- 6. All balanced plugs shall be tagged to ensure they are at the depths specified in the procedure.**
 - 7. All annuli shall be cemented from a minimum depth of 100' to the surface.**
 - 8. Surface reclamation shall be done in accordance with R649-3-34 – Well Site Restoration.**
 - 9. All requirements in the Oil and Gas Conservation General Rule R649-3-24 shall apply.**
- 10. If there are any changes to the procedure or the wellbore configuration, notify Dustin Doucet at 801-538-5281 (ofc) or 801-733-0983 (home) prior to continuing with the procedure.**
- 11. All other requirements for notice and reporting in the Oil and Gas Conservation General Rules shall apply.**

Wellbore Diagram

r263

API Well No: 43-019-31458-00-00

Permit No:

Well Name/No: KELLY CYN 10-8-16-22

Company Name: ANADARKO E&P ONSHORE, LLC

Location: Sec: 8 T: 16S R: 22E Spot: SENW

Coordinates: X: 627607 Y: 4365760

Field Name: UNDESIGNATED

County Name: GRAND

String Information

String	Bottom (ft sub)	Diameter (inches)	Weight (lb/ft)	Length (ft)	Capacity (ft/cf)
HOL1	3692	12.25			
SURF	3692	9.625	36		
HOL2	10376	7.875			
PROD	10365	5.5	17		7.661

$$7\frac{7}{8} \times 5\frac{1}{2} (108) \rightarrow 4.094$$
$$9\frac{7}{8} \times 5\frac{1}{2} \rightarrow 3.716$$

Cement Information

String	BOC (ft sub)	TOC (ft sub)	Class	Sacks
PROD	10365	4500	PF	886
PROD	10365	4500	50	87
SURF	3692	0	HG	710
SURF	3692	0	G	250

Perforation Information

Top (ft sub)	Bottom (ft sub)	Shts/Ft	No Shts	Dt Squeeze
9925	9945			
7932	9570			

Formation Information

Formation	Depth
GRRV	0
WSTC	1832
MVRD	3630
BMSW	4392
CSLGT	5749
MNCS	5963
DKTA	9666
CDMTN	9907
MRSN	10027

*Note Plug #5

IN 100' = 125x

OUT 100' / (1.15)(3.716) = 245x

* 755x Top job done - 320' may be filled w/ cement.

*Add Plug #4A

* 100' across w/ cement

Fr 1900' to 1800' -> 125x

Cement from 3692 ft. to surface

3 Surface: 9.625 in. @ 3692 ft.

Circ @ 3692

Hole: 12.25 in. @ 3692 ft.

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KELLY CANYON 10-8-16-22
2025' FNL & 2000' FWL
SE NW Section 8, T16S, R22E
Grand County, UT

KBE: 7319' **API NUMBER:** 4301931458
GLE: 7339' **LEASE NUMBER:** ML-47564
TD: 10376'
PBTD: 9835' (Aug 2013, CIBP @ 9870' capped with 5 sxs cmt)
PBTD: 10297' (orig)

SURFACE CASING: 9 5/8", 36# J-55 LT&C @ 3,690'. Cemented with 960 sxs (TOC @ surface)

PRODUCTION CASING: 5 1/2", 17#, P-110 LT&C @ 10,365'. Cemented w/ 886 50/50 Poz w/ N2 (lead) and tailed in w/ 87 sxs of 50/50 Poz w/o N2. Capped w/ 75 sxs "G":
TOC @ 4574' as per OWP CBL dated 4/13/2006.

Marker Joints: 9210'-9232', 9280'-9320', 9605'-9649'

TUBING: None (tubing was pulled during MIT in Oct 2014)

Tubular/Borehole	Drift inches	Collapse psi	Burst psi	Capacities		
				Gal./ft.	Cuft/ft.	Bbl./ft.
5.5" 17# P-110	4.892	7,460	10,640	0.9764	0.1305	0.0232
9.625" 36# K-55	8.921	2020	3520	3.247	0.4340	0.0773
Annular Capacities						
2.375" tbg. X 5 1/2" 17# csg				0.7463	0.0998	0.0178
5.5" csg X 9 5/8" 36# csg				2.0128	0.2691	0.0479
5.5" csg X 7.875 borehole				1.2960	0.1733	0.0309
9 5/8" csg X 12 1/4" borehole				2.3428	0.3132	0.0558

GEOLOGIC INFORMATION:

Fm Name	MD
Top Wasatch	2166
Top Mesaverde	3896
Top Sego	5568
Top Castlegate	5747
Top Mancos	6513

BMSW Elevation ~4392'

PERFORATIONS:

Zone Name	Date	MD Top (ft)	MD Base (ft)	Shot Density (SPF)
Mancos	01/02/2014	7932	7933	3
Mancos	01/08/2014	7937	7941	3
Mancos	01/02/2014	7944	7946	3
Mancos	01/08/2014	7948	7952	3
Mancos	01/06/2014	8240	8244	3
Mancos	12/06/2013	8609	8611	3
Mancos	12/10/2013	8728	8730	3
Mancos	12/15/2013	8776	8778	3
Mancos	12/15/2013	8831	8833	3
Mancos	11/17/2013	9045	9047	4
Mancos	11/17/2013	9064	9068	4
Mancos	11/11/2013	9082	9083	3
Mancos	11/11/2013	9096	9098	3
Mancos	11/11/2013	9111	9113	3
Mancos	11/11/2013	9127	9130	3
Mancos	10/16/2013	9423	9424	3
Mancos	10/16/2013	9439	9440	3
Mancos	10/17/2013	9458	9459	3
Mancos	10/18/2013	9481	9482	3
Mancos	10/19/2013	9514	9515	3
Mancos	10/20/2013	9533	9534	3
Mancos	10/21/2013	9542	9544	3
Mancos	10/22/2013	9568	9570	3
CIBP set @ 9870 capped w/ ± 5 sxs cmt (TOC @ $\pm 9835'$)				
Cedar Mountain	04/04/2006	9925	9945	4

Relevant History:

- 2/20/06: Plugback the Kelly Canyon 5-8-16-22 with CIBP @ 10,572', cement balance plug 9519-9704', cmt balance plug at 5910-6108', and cmt balance plug at 3762-4217'. Sidetracked Kelly Canyon 10-8-16-22 from surface shoe and reached TD on 3/24/06 @ 10,376'
- 4/14/06: Perforated Cedar Mountain 9925-9945'. Set pressure bombs in SN @ 9873' and ran 7-day buildup test. Minimal inflow and pressure buildup observed. Shut well in waiting on pipeline before resuming completion operations.
- 6/1/07: CO2 foam stimulated Cedar Mountain formation with 35,000 20/40 TLC (screened out). Well IP'd at 200 MCFD and was shut in awaiting pipeline completion.
- 8/29/08: Well commenced sale at 275 MCFD down Canyon Gas Resources sales line. 2 & 3/8" tubing landed at 9888'.
- 8/29/13: POOH with tubing. Ran temperature survey from surface to 9270'. RIH and set a 5 1/2" CIBP @ 9870' and dump bailed 5 sxs of cement (TOC ~ 9835'). Filled 5.5" casing and pressure tested to 4,011 psi for 30 min and lost 21 psi. Witnessed by state representative Bart Kettle (cell - 435-820-0862)

- 10/15-30/13: FRAC – MIRU and tested casing to 7161 psi for 15 min (loss 66psi). Perf'd and frac'd Mancos zone 1 f/ 9423'-9570'. RIH and C/O to 9700'. POOH and got struck @ 9524'. Run free point and found to be stuck @ 9539'. Chem cut tbg @ 9534' (Top of fish 9534'; Fish length 5.4' (1' 2 3/8" L-80 tbg, XN nipple. Pump open BS, XO, bit)). Landed 2 3/8" L-80 tbg @ 9388'. MIRU foam unit and then a swab unit.
- 11/9-18/13: FRAC – MIRU and POOH w/ tbg. RIH and set a CBP @ 9290'. Perf'd and frac'd Mancos zone 2 f/ 9082'-9130'. Had limited rate on frac, let it flowback overnight. . RIH and perf'd intervals 9064'-9068' & 9045'-9047'. Refrac'd interval 9045'-9130'. C/O to 9278' and landed 2 3/8" L-80 tbg @ 9034'.
- 12/3-17/13: FRAC – MIRU and POOH w/ tbg. RIH and set a CBP @ 8900'. Perf'd and frac'd Mancos zone f/ 8609'-8833'. C/O to 8880' and landed 2 3/8" L-80 tbg @ 8587'.
- 12/30-1/9/14: FRAC – MIRU and POOH w/ tbg. RIH and set a CBP @ 8410'. Perf'd and frac'd Mancos zone f/ 7932'-8244'. C/O to 8358' and landed 2 3/8" L-80 tbg @ 7923'.
- 10/24/14: MIT – MIRU and POOH and laid down tbg. RIH and set a 5 1/2" 8K CBP @ 7746' on wireline and capped with 2 runs of a dump dialer. Filled casing with 170 bbls of T-Mac water and performed a MIT test. Pressure tested casing and wellhed to 1500 psi; lost 61 psi. Left well shut in.

GENERAL

- H₂S MAY BE PRESENT. CHECK FOR H₂S AND TAKE APPROPRIATE PRECAUTIONS.
- CEMENT QUANTITIES BELOW ASSUME NEAT CLASS G, YIELD 1.145 CUFT./SX. IF A DIFFERENT PRODUCT IS USED, WELLSITE PERSONNEL ARE RESPONSIBLE FOR CORRECTING QUANTITIES TO YIELD THE STATED SLURRY VOLUME. WHEN SQUEEZING, INCLUDE 10% EXCESS PER 1000' OF DEPTH.
- TREATED FRESH WATER WILL BE PLACED BETWEEN ALL PLUGS INSTEAD OF BRINE.
- ALL DISPLACEMENT FLUID SHALL CONTAIN CORROSION INHIBITOR AND BIOCIDES. PREMIX 5 GALLONS PER 100 BBLs FLUID.
- NOTIFY APPROPRIATE AGENCY 24 HOURS BEFORE MOVING ON LOCATION.
- A GPS READING WILL NEED TO BE TAKEN AT THE WELL SITE AND RECORDED IN OPENWELLS. PLEASE TAKE IT TO THE 6TH DECIMAL PLACE.

PROCEDURE

Note: Approx. **160 sxs** Class "G" cement needed for procedure & **(1) 5.5" 17# CIBP**

Note: A Gyro was run on this well on the well 3/20/2006.

Note: There is a CBP 7746' (capped w/ 2 bailer runs of cmt, 10/24/2014)

1. MIRU. KILL WELL AS NEEDED. ND WH, NU AND TEST BOPE.
2. P/U WORK STRING AND BIT AND TIH AND DRILL OUT CMT & CBP @ 7746'. RIH TO ±7950'. POOH STANDING BACK.
3. TIH WITH TUBING AND 5 ½" CIBP.
4. **PLUG #1, ISOLATE PERFORATIONS (7932'-9570'):**RIH W/ 5 ½" 17# CIBP. SET @ ~7890'. PUH 10', BRK CIRC W/ TREATED FRESH WATER AND CIRCULATE ENTIRE HOLE. PRESSURE TEST CASING. SET A ±105' CEMENT BALANCED PLUG (**12 SXS, 13.7 CUFT, 2.45 BBLs**) ON TOP OF CIBP. **TOC @ ±7785'**.
5. **PLUG #2, PROTECT TOP OF CASTLEGATE (~5747'):**TOOH TO 5850'. SET A BALANCED CEMENT PLUG FROM 5850-5640' (210' COVERAGE) WITH (**24 SXS / 27.5 CUFT / 5 BBL**).
6. **PLUG #3, PROTECT TOP OF BMSW (~4392'):**POOH W/ TUBING. RIH W/ WIRELINE & PERFORATE @ 4492' (TOC @ ±4500') W/ 4 SPF. POOH. PU & RIH W/ 4 ½" CICR, SET @ ~4442'. RIH W/ TBG & STING INTO CICR & ATTEMPT TO SQUEEZE PERFS W/ APPROXIMATELY (**39 SX / 44.5 FT³ / 7.9 BBL**) OR SUFFICIENT VOLUME TO FILL CSG & ANNULUS TO 4292'. STING OUT OF CICR AND SET A BALANCED CEMENT PLUG FROM 4442'-4292' (150' COVERAGE) WITH (**18 SXS / 20.6 CUFT / 3.7 BBL**).
7. **PLUG #4, CEMENT SURFACE CASING SHOE (3690'):**POOH W/ TUBING. RIH W/ WIRELINE & PERFORATE @ 3740' W/ 4 SPF. POOH. PU & RIH W/ 4 ½" CICR, SET @ ~3690'. RIH W/ TBG & STING INTO CICR & ATTEMPT TO SQUEEZE PERFS W/ APPROXIMATELY (**26 SX / 29.77 FT³ / 5.3 BBL**) OR SUFFICIENT VOLUME TO FILL CSG & ANNULUS TO 3640'. STING OUT OF CICR AND SET A BALANCED CEMENT PLUG FROM 3690'-3640' (50' COVERAGE) WITH (**6 SXS / 6.9 CUFT / 1.2 BBL**).
8. **PLUG #5, FILL SURFACE HOLE & ANNULUS:** POOH. PERF CASING @ 100' AND PUMP A MIN OF (**35 SXS / 40.1 CUFT / 7.1 BBLs**) OR SUFFICIENT VOLUME TO FILL 5 ½" CASING AND 5.5" X 9.625" ANNULUS F/ 100' TO SURFACE.
9. CUT OFF WELLHEAD AND INSTALL MARKER PER REGULATIONS.
10. RDMO. TURN OVER TO OPERATIONS FOR SURFACE REHAB. SURFACE RECLAMATION TO BE PERFORMED IN ACCORDANCE TO REGULATIONS.



GARY R. HERBERT
Governor

SPENCER J. COX
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

April 21, 2016

CERTIFIED MAIL NO.: 7015 0640 0003 5275 9888

Mr. Joel Malefyt
Anadarko E&P
PO Box 173779
Denver, CO 80217

43 019 31458
Kelly Lyn 10-8-16-22
8 165 22E

Subject: Extended Shut-in and Temporary Abandoned Well Requirements for Fee or State Leases

Dear Mr. Malefyt:

As of January 2016, Anadarko E&P has four (4) State Lease Wells (see attachment A) that are currently in non-compliance with the requirements for extended shut-in or temporarily abandoned (SI/TA) status. These wells have been previously noticed and have SI/TA extensions that have expired.

Wells SI/TA beyond twelve (12) consecutive months requires filing a Sundry Notice (R649-3-36-1). Wells with five (5) years non-activity or non-productivity shall be plugged, unless the Division grants approval for extended shut-in time upon a showing of good cause by the operator (649-3-36-1.3.3). For extended SI/TA consideration the operator shall provide the Utah Division of Oil, Gas & Mining with the following:

1. Reasons for SI/TA of the well (R649-3-36-1.1).
2. The length of time the well is expected to be SI/TA (R649-3-36-1.2), and
3. An explanation and supporting data if necessary, for showing the well has integrity, meaning that the casing, cement, equipment condition, static fluid level, pressure, existence or absence of Underground Sources of Drinking Water and other factors do not make the well a risk to public health and safety or the environment (R649-3-36-1.3).

Please note that the Divisions preferred method for showing well integrity is by MIT.



Page 2
Anadarko E&P
April 21, 2016

Submitting the information suggested below may help show well integrity and may help qualify your well for extended SI/TA. **Note: As of July 1, 2003, wells in violation of the SI/TA rule R649-3-36 may be subject to full cost bonding (R649-3-1-4.2, 4.3).**

1. Wellbore diagram, and
2. Copy of recent casing pressure test, and
3. Current pressures on the wellbore (tubing pressure, casing pressure, and casing/casing annuli pressure) showing wellbore has integrity, and
4. Fluid level in the wellbore, and
5. An explanation of how the submitted information proves integrity.

All Submittals should be sent via ePermit

If the required information is not received within 30 days of the date of this notice, further actions may be initiated. If you have any questions concerning this matter, please contact me at (801) 538-5281.

Sincerely,



Dustin K. Doucet
Petroleum Engineer

DKD/DD/js

cc: Compliance File
Well File
LaVonne Garrison, SITLA

N:\O&G Reviewed Docs\ChronFile\PetroleumEngineer\SITA

ATTACHMENT A

	Well Name	API	LEASE	Years Inactive
1	Cedar Camp 1-1-16-22	43-019-31415	ML-46111	9 year(s) 8 month(s)
2	Cedar Camp 1-6-16-23	43-019-31416	ML-46113	9 year(s) 7 month(s)
3	Three Pines 14-17-16-23	43-019-31457	ML 47572	10 year(s) 1 month(s)
→ 4	Kelly Cyn 10-8-16-22	43-019-31458	ML 47564	2 year(s) 4 month(s)



DIV. OF OIL, GAS & MINING

MAY 23 2016

RECEIVED

May 20, 2016

State of Utah
Division of Oil, Gas and Mining
1594 West North Temple
Ste. 1210
Salt Lake City, UT 84116

43-019-31458

8 16S 22E

ATTENTION: Dustin Doucet

RE: Extended Shut-in and Temporarily Abandoned Well Requirements for Fee or State Leases- UDOGM letter dated April 21, 2016

Dear Mr. Doucet,

We are in receipt of your letter dated April 21, 2016 regarding the four State Lease wells that are in non-compliance with R649-3-36-1. The four State Lease wells were identified in the letter as the Cedar Camp 1-1-16-22, Cedar Camp 1-6-16-23, Three Pines 14-17-16-23 and Kelly Canyon 10-8-16-22. Sundry notices have been filed requesting UDOGM's approval to plug and abandon for all four wells. The Kelly Canyon 10-8-16-22 and Three Pines 14-17-16-23 previously received UDOGM approval for P&A operations while the two Cedar Camp wells currently have P&A notice of intent sundry notices pending UDOGM approval. Kerr-McGee intends to plug all four wells starting in August of 2016 and plan to finish by November 2016. If plans and/or timelines change UDOGM will be notified immediately.

Should you have any additional questions or concerns, please don't hesitate to contact me at (435) 781-9749 or via email at candice.barber@anadarko.com.

Sincerely,

A handwritten signature in black ink that reads "Candice Barber".

Candice Barber
Anadarko-Regulatory Affairs

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: ML 47564
1. TYPE OF WELL Gas Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: ANADARKO E&P ONSHORE, LLC		7. UNIT or CA AGREEMENT NAME: ROCK SPRING
3. ADDRESS OF OPERATOR: P.O. Box 173779 , Denver, CO, 80217		8. WELL NAME and NUMBER: KELLY CYN 10-8-16-22
4. LOCATION OF WELL FOOTAGES AT SURFACE: 2025 FNL 2000 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SENW Section: 08 Township: 16.0S Range: 22.0E Meridian: S		9. API NUMBER: 43019314580000
PHONE NUMBER: 720 929-6456 Ext		9. FIELD and POOL or WILDCAT: UNDESIGNATED
COUNTY: GRAND		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 9/15/2016	<input type="checkbox"/> ALTER CASING	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	
	<input type="checkbox"/> CHANGE TUBING	
	<input type="checkbox"/> CHANGE WELL STATUS	
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	
	<input type="checkbox"/> DEEPEN	
	<input type="checkbox"/> FRACTURE TREAT	
	<input checked="" type="checkbox"/> PLUG AND ABANDON	
	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	
	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	
	<input type="checkbox"/> RECLAMATION OF WELL SITE	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	
	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	
	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	
	<input type="checkbox"/> VENT OR FLARE	
	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	
	<input type="checkbox"/> SI TA STATUS EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	
	<input type="checkbox"/> OTHER	
	OTHER: <input style="width: 100px;" type="text"/>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Anadarko E&P Onshore, LLC has plugged and abandoned the Kelly Canyon 10-8-16-22 well. Please see the operations summary report for details. Thank you.		
Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY September 22, 2016		
NAME (PLEASE PRINT) Kristina Geno	PHONE NUMBER 720 929-6824	TITLE Regulatory Analyst
SIGNATURE N/A	DATE 9/19/2016	

US ROCKIES REGION
Operation Summary Report

Well: KELLY CANYON 10-8-16-22

Spud date: 12/5/2005

Project: UTAH-GRAND

Site: KELLY CANYON 10-8-16-22

Rig name no.: MILES 4/4

Event: ABANDONMENT

Start date: 9/12/2016

End date: 9/15/2016

Active datum: RKB @7,339.00usft (above Mean Sea Level)

UWI: Kelly Canyon 10-8-16-22

Date	Time Start-End	Duration (hr)	Phase	Code	Sub Code	P/U	MD from (usft)	Operation
9/12/2016	7:30 - 8:00	0.50	ABANDP	48		P		HSM, MOVEING RIG & EQUIP.
	8:00 - 11:00	3.00	ABANDP	30	A	P		MIRU F/ CEDAR CAMP 1-6-16-23, 450 SICP, BLEW DWN WELL.
	11:00 - 12:00	1.00	ABANDP	30	F	P		ND WH NU BOPS RU FLOOR.
	12:00 - 16:30	4.50	ABANDP	31	I	P		PU N/C & 242 JTS TBG TAG UP @ 7700' L/D 1 JT EOT @ 7696' SWI SDFN.
9/13/2016	7:30 - 8:00	0.50	ABANDP	48		P		HSM,WORKING W/ CMT CREW.
	8:00 - 14:30	6.50	ABANDP	51	D	P		CIRC WELL W/ 170 BBLS T-MAC, TEST CSG TO 500 PSI OK, PUMPED 4.6 BBLS FRESH, 2.45 BBLS 12 SKS 15.8# 1.15 YEILD G CMT, 1 BBL FRESH, DISPL W/ 28.3 BBLS T-MAC. L/D 54 JTS EOT @ 5944' PUMPED 4.6 BBLS FRESH, 4.9 BBLS 24 SKS 15.8# 1.15 YEILD G CMT, 1 BBL FRESH WTR, DISPL W/ 21.1 BBLS T-MAC L/D 47 JTS POOH W/ 140 JTS, RU WL RIH PERF CSG @ 4492', POOH RD WL, TRY TO GET INJECTION RATE PRESSURED UP TO 700 PSI, NOT HOLDING, NOT ENOUGH INJ FOR CIRC, START IN HOLE W/ N/C TO 2100' BAD RAIN & LIGHTNING STORM HAD TO SWI & SDFD.
9/14/2016	7:30 - 8:00	0.50	ABANDP	48		P		HSM, LAYING DWN TBG ON FLOAT.
	8:00 - 11:00	3.00	ABANDP	51	D	P		SICP 0, RIH W/ REM TBG, EOT @ 4548' PUMPED 4.6 BBLS FRESH, 8.2 BBLS 40 SKS 15.8# 1.15 YEILD G CMT, 1 BBL FRESH, DISPL W/ 15.1 BBLS T-MAC. L/D 30 JTS, POOH W/ 116 JTS, RU WL RIH TAG CMT @ 4270' PULL UP PERF CSG @ 3736' RD WL. BAD STORM SWI SDFN.
9/15/2016	7:30 - 8:00	0.50	ABANDP	48		P		HSM, TRIPPING TBG W/ CIRC.
	8:00 - 14:00	6.00	ABANDP	51	D	P		FILL CSG W/ 10 BBLS GOT INJECTION RATE OF 2 BPM @ 430 PSI, PU RIH W/ 51/2 CIRC & 116 JTS TBG SET RET @ 3692', GET INJ RATE 2 BPM @ 700 PSI, PUMPED 3 BBLS FRESH, 6.5 BBLS 32 SKS 15.8# 1.15 YEILD G CMT, 1 BBL FRESH, DISPL W/ 12.1 T-MAC UNSTING F/ RET DUMP 6 SKS CMT ON RET, L/D 56 JTS EOT @ 1915' RU PUMP 4.6 BBLS FRESH,2.45 BBLS 12 SKS 15.8# 1.15 YEILD G CMT, 1 BBL FRESH, DISPL W/ 6 BBLS T-MAC, L/D ALL TBG, RU RIH PERF CSG @ 100' POOH, FILL HOLE CHECK FOE CIRC UP 95/8, INJ @ 2 BPM @ 600 PSI NO CIRC, TRY TO PUMP DWN SURF PRESSURED UP TO 700 PSI NO LEAK OFF, RD FLOOR ND BOPS, RIG DWN RIG, DIG & CUT OFF WH, RUN 30' 1" POLY DWN 95/8 THAT AS DEEP AS IT WOULD GO, FILL W/ CMT. FILL 51/2 F/ 100' TO SURF, WELD PLATE P&A COMPLETE.